

L98000003515

22 South Monroe Street, Suite 700
Tallahassee, Florida 32301
Phone: 904.561.3010
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**Berger
Davis &
Singerman**
Professional Association

December 31, 1998

By Hand Delivery

Florida Secretary of State
Division of Corporations

RE: Ventry Engineering, LLC

400002727744--7
-12/31/98--01042--005
****337.50 ****337.50

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization for the above-referenced LLC along with a check in the amount of \$337.50, which represents the filing fee, the Registered Agent fee, and the fee for obtaining a certified copy of the Articles. Please note that the "effective time" for this LLC commences January 1, 1999.

Please call me when the certified copy is ready so that I can send my runner over to pick it up. Thank you.

Sincerely,



Van P. Geeker
For the Firm

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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VPG/wsg
Enclosure

Name	<i>MSJ</i>
Availability	<i>MSJ</i>
Document Examiner	<i>MSJ</i>
Updater	<i>MSJ</i>
Judicial Verifier	<i>MSJ</i>
Acknowledgement	<i>MSJ</i>
W. P. Verifier	<i>MSJ</i>

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ARTICLES OF ORGANIZATION
OF
VENTRY ENGINEERING, LLC

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purposes of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. Name. The name of the Limited Liability Company is Ventry Engineering, LLC (the LLC).
2. Period of Duration and Effective Time. The LLC shall have perpetual existence commencing at 12:01 a.m., January 1, 1999, or until it is dissolved and its affairs wound up pursuant to the provisions of the Florida Limited Liability Company Act and the Regulations for the LLC.
3. Purpose. The purpose for which the LLC is organized is to provide value engineering services and to engage in any other activities related or incidental thereto.
4. Address of Place of Business. The mailing and street address of the principal place of business in Florida for the LLC is: 216 North Adams Street, Quincy, Florida 32351.
5. Registered Agent. The name and address of the initial registered agent in Florida for the LLC is: Van P. Geeker, Berger Davis & Singerman, 215 South Monroe Street, Suite 705, Tallahassee, Florida 32301.
6. Capital Contributions. The total number of capital contributions to the Limited Liability Company is \$5,000.00 in cash.
7. Additional Contributions. No additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the LLC.


8. Additional Members. Additional members may be admitted to the LLC as unanimously agreed by the members.

9. Continuity of Business. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, the business of the LLC shall be continued unless the remaining members agree to dissolve in accordance with the Regulations of the LLC.

10. Management. The Limited Liability Company shall be managed by a Managing Member, and the name and address of the initial Managing Member is as follows:

<u>Name</u>	<u>Address</u>
William F. Ventry	216 North Adams Street Quincy, Florida 32351

Executed at Tallahassee, Florida, on the 31st day of December, 1998.



William F. Ventry, Managing Member

STATE OF FLORIDA

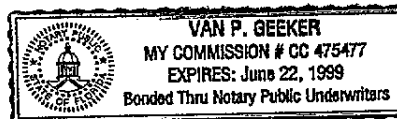
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 31st day of December, 1998, by **WILLIAM F. VENTRY** who is personally known to me and who did not take an oath.



Signature of Notary Public

Notary Stamp/Seal:



**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**


In compliance with Florida Statutes Section 608.415, the following is submitted:

Ventry Engineering, LLC, desiring to organize as a Limited Liability Company under the laws of the State of Florida, has designated 215 South Monroe Street, Suite 705, Tallahassee, Florida 32301, as its initial Registered Office and has named Van P. Geeker located at said address, as its initial Registered Agent.



William F. Ventry, Managing Member

Having been named Registered Agent and to accept service of process for the above-stated LLC, at the place designated in this Certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as Registered Agent.



VAN P. GEEKER
Registered Agent

Dated: December 31, 1998

STATE OF FLORIDA

COUNTY OF LEON

AFFIDAVIT OF MEMBERSHIP

AND

CAPITAL CONTRIBUTIONS

The undersigned Managing Member of **Ventry Engineering, LLC**, deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of capital contributed by the members is \$5,000.00 in cash. No other property has been contributed.
3. No further contributions are anticipated.

William F. Ventry
William F. Ventry, Managing Member

Dated: 12/31/98

Sworn to and subscribed before me this 31st day of December, 1998.

Van P. Greker
Signature of Notary Public

Notary Stamp/Seal:

