

L99000000035

Hayes & Lindell, P.A.

Attorneys and Counselors at Law

Suite 620, Blackstone Building  
233 East Bay Street  
Jacksonville, Florida 32202-3447

J. Michael Lindell

Board Certified by the Florida Bar in:  
Civil Trial and Business Litigation Law

Dennis E. Hayes

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Lee G. Kellison

Also Licensed as CPA

Telephone  
(904) 353-5000  
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(904) 633-9561

December 9, 1998

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-12/10/98--01040--002

\*\*\*337.50 \*\*\*337.50

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee FL 32314

RE: Articles of Organization for Elite Finishing & Fulfillment, L.C.  
Our File 98-196; Client #155-3

Dear Sir or Madam:

Enclosed herewith you will find an original and one copy of Articles of  
Organization for Elite Finishing & Fulfillment, L.C., with Certificate of Designation  
of Registered Agent/Registered Office and Affidavit attached thereto. Please file the  
original of the enclosed Articles of Organization, certify the copy and return it to me.  
My firm's check in the amount of \$337.50 is also enclosed representing your fee.

Sincerely yours,

J. Michael Lindell

J. Michael Lindell

JML/nl

Enclosures

cc: Elite Finishing & Fulfillment, L.C.

FILED  
98 DEC 30 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L99-35

Name Available	OK
Document Examiner	OK
Updater	OK
Under Verifier	OK
Acknowledgment	OK
W. F. Verifier	OK

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(904) 633-9561

December 16, 1998

Department of State  
Division of Corporations  
ATTN: Ms. Tammi Cline, Document Specialist  
Post Office Box 6327  
Tallahassee FL 32314

RE: Articles of Organization for Elite Finishing & Fulfillment, L.C.  
Your Reference #: W98000027830  
Our File 98-196; Client #155-3

Dear Ms. Cline:

We are resubmitting and enclosing herewith an original and one copy of Articles of Organization for Elite Finishing & Fulfillment, L.C., with Certificate of Designation of Registered Agent/Registered Office and Affidavit attached thereto. You should be holding our firm's check in the amount of \$337.50 in your pending file.

Please file the original of the enclosed Articles of Organization, certify the copy and return it to me at your earliest convenience.

Sincerely yours,



J. Michael Lindell

JML/nl

Enclosures

cc: Elite Finishing & Fulfillment, L.C.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 21, 1998

J. MICHAEL LINDELL  
HAYES AND LINDELL, P.A.  
233 EAST BAY STREET, SUITE 620  
JACKSONVILLE, FL 32202-3447

SUBJECT: ELITE FINISHING & FULFILLMENT, L.C.  
Ref. Number: W98000027830

We have received your document for ELITE FINISHING & FULFILLMENT, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 898A00059735

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 11, 1998

J. MICHAEL LINDELL  
HAYES AND LINDELL, P.A.  
233 EAST BAY STREET, SUITE 620  
JACKSONVILLE, FL 32202-3447

SUBJECT: ELITE FINISHING & FULFILLMENT, L.C.  
Ref. Number: W98000027830

We have received your document for ELITE FINISHING & FULFILLMENT, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 698A00058591

98 DEC 30 PM 4: 30  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Hayes & Lindell, P.A.

Attorneys and Counselors at Law  
Suite 620, Blackstone Building  
233 East Bay Street  
Jacksonville, Florida 32202-3447

J. Michael Lindell  
*Board Certified by the Florida Bar in:  
Civil Trial and Business Litigation Law*

Dennis E. Hayes  
*Admitted to Florida and Georgia Bars*

Lee G. Kellison  
*Also Licensed as CPA*

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(904) 353-5000  
Telecopier  
(904) 633-9561

December 29, 1998

## VIA FEDERAL EXPRESS

Department of State  
Division of Corporations  
ATTN: Ms. Tammi Cline, Document Specialist  
409 E. Gaines Street  
Tallahassee FL 32399

RE: Articles of Organization for Elite Finishing & Fulfillment, L.C.  
Your Reference #: W98000027830  
Our File 98-196; Client #155-3

FILED  
98 DEC 30 PM 4: 30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Ms. Cline:

We are resubmitting and enclosing herewith an original and one copy of Articles of Organization for Elite Finishing & Fulfillment, L.C., with Certificate of Designation of Registered Agent/Registered Office and Affidavit attached thereto in response to your recent letter dated December 21, 1998.

Please file the original of the enclosed Articles of Organization, certify the copy and return it to me at your earliest convenience.

Sincerely yours,

  
J. Michael Lindell

JML/nl  
Enclosures

**ARTICLES OF ORGANIZATION FOR  
ELITE FINISHING & FULFILLMENT, L.C.**

**ARTICLE I - NAME**

The name of the limited liability company is Elite Finishing & Fulfillment, L.C. ("Elite").

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TALLAHASSEE, FLORIDA

**ARTICLE II - ADDRESS**

The mailing address of the principal office of Elite is 8031 Philips Highway, Suite 8, Jacksonville FL 32256. The street address of the principal office of Elite is 1550-2 Hendricks Avenue, Jacksonville FL 32207.

**ARTICLE III - DURATION**

The period of duration for Elite shall be perpetual commencing with the filing of these Articles of Organization.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The initial registered office of Elite in the State of Florida is 233 E. Bay Street, Suite 620, Jacksonville FL 32202, and the name of the initial registered agent of this corporation is J. Michael Lindell, Esquire.

## ARTICLE V - MANAGEMENT

The management of Elite is vested in its members in proportion to their contributions to the capital of Elite as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members. The names and addresses of the managing members are:

Lisa E. McGugan  
1550-2 Hendricks Avenue  
Jacksonville FL 32207

Quality Response Services, Inc.  
8031 Philips Highway, Suite 8  
Jacksonville FL 32256

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TALLAHASSEE, FLORIDA

## ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to Elite only upon the unanimous written consent of the existing members.

## ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any event which terminates the continued membership of a member in Elite, the remaining member, or members, shall have the right to continue the business of Elite, subject to the terms of any

operating agreement, members' agreement or similar agreement entered into hereafter between the parties.

IN WITNESS WHEREOF, the undersigned members of Elite Finishing & Fulfillment, L.C., have hereunto set their hands and affixed their seals this 9 day of December, 1998.

Lisa E. McGugan (SEAL)  
Lisa E. McGugan

QUALITY RESPONSE SERVICES, INC.

By Douglas L. Pullen (SEAL)  
Douglas L. Pullen,  
Its Chief Executive Officer

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98 DEC 30 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this the 9 day of December, 1998, by Lisa E. McGugan, who is personally known to me, or who has produced her drivers license or other type of identification FDL 1225-525 and who did take an oath.  
71-671-0

Nancy J. Loznicka  
Notary Public  
My Commission Expires: \_\_\_\_\_



NANCY J. LOZNICKA  
MY COMMISSION # CC473056 EXPIRES  
June 15, 1999  
BONDED THRU TROY FAIN INSURANCE, INC.

\_\_\_\_\_  
(Typed, Stamped or Printed)

\_\_\_\_\_  
Serial Number (if any)



STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this the 9 day of December, 1998, by Douglas L. Pullen, Chief Executive Officer of Quality Response Services, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me, or who has produced his drivers license or other type of identification \_\_\_\_\_ and who did take an oath.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires: \_\_\_\_\_



NANCY J. LOZNICKA  
MY COMMISSION # CC473056 EXPIRES  
June 15, 1999  
BONDED THRU TROY FAIN INSURANCE, INC.

\_\_\_\_\_  
(Typed, Stamped or Printed)

\_\_\_\_\_  
Serial Number (if any)

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

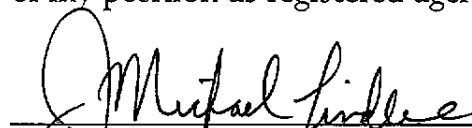
Pursuant to the provisions of Section 608.415, Florida Statutes, Elite Finishing & Fulfillment, L.C., submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is Elite Finishing & Fulfillment, L.C.

2. The name and address of the registered agent and office is

J. Michael Lindell, Esquire  
233 E. Bay Street, Suite 620  
Jacksonville FL 32202

Having been named as Registered Agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
J. Michael Lindell, as Registered Agent

Pullen\Quality\Elite\Articles

Dec. 9, 1998  
\_\_\_\_\_  
(Date)

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98 DEC 30 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## AFFIDAVIT

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Lisa E. McGugan and Douglas L. Pullen, Chief Executive Officer of Quality Response Services, Inc., who, upon being duly sworn, depose and say:

1. We are the members of Elite Finishing & Fulfillment, L.C., a limited liability corporation organized in the State of Florida and as such am authorized to make this Affidavit.

2. The names and addresses of the members of Elite Finishing & Fulfillment, L.C., are as follows:

Lisa E. McGugan  
1550-2 Hendricks Avenue  
Jacksonville FL 32207

Quality Response Services, Inc.  
8031 Philips Highway, Suite 8  
Jacksonville FL 32256

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TALLAHASSEE, FLORIDA

3. The amount of cash and a description and agreed value of property other than cash contributed by the members is as follows:

Lisa E. McGugan	\$60.00 in cash
	(20% of initial capital)
	No property being contributed

Quality Response Services, Inc.

~~XXXXXX~~  
~~assets described in that certain Bill of~~  
~~Sale from Collator's Express, Inc.~~  
~~dated November 12, 1998~~  
(80% of initial capital)

No property being contributed  
DATED this 9 day of December, 1988.

Lisa E. McGugan (SEAL)  
Lisa E. McGugan

QUALITY RESPONSE SERVICES, INC.

By Douglas L. Pullen (SEAL)  
Douglas L. Pullen,  
Its Chief Executive Officer

Sworn to and subscribed before me  
this 9 day of December, 1998.

Nancy J. Loznicka  
Notary Public  
My Commission Expires: \_\_\_\_\_



NANCY J. LOZNICKA  
MY COMMISSION # CC473056 EXPIRES  
June 15, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

\_\_\_\_\_  
(Typed, Stamped or Printed)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\_\_\_\_\_  
Serial Number (if any)

Affiant is/is not personally known to me.

Identification, if any: Lisa E. McGugan

Pullen\Quality\Elite\Affid

FDL # M225-525-71-671-0

Douglas L. Pullen personally known.