

L99000000 2410

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Mitknzela, LLC

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

① description
of property

Name	4/26/99
Availability	dcc
Document Examiner	DCC
Updater Signature	DCC
Updater Verifyer	DCC
Requester	DCC
Name Verifyer	DCC

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12 pages

4/26 9:35
Date Time

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- ☒ L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- ☒ Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Walk-In Will Pick Up

W990000009744



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 26, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET, SUITE 1
TALLAHASSEE, FL 32302

SUBJECT: MITKRNZELA, L.L.C.
Ref. Number: W99000009744

We have received your document for MITKRNZELA, L.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):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 199A00021896

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
MITKRNZELA, L.L.C.

ARTICLES OF ORGANIZATION

OF

MITKRNZELA, L.L.C.

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ARTICLES OF ORGANIZATION
FOR THE LIMITED LIABILITY COMPANY
MITKRNZELA, L.L.C.

The undersigned, being authorized to execute and file these Articles of Organization (the "Articles") under the Florida Limited Liability Company Act, as amended (the "Act"), hereby certify that:

ARTICLE I

Name

The name of the Limited Liability Company is MITKRNZELA, L.L.C.

ARTICLE II

Commencement Date and Duration

The Limited Liability Company (the "Company") shall commence on the date of subscription and acknowledgment, April 23, 1999, in accordance with the provisions of Section 608.409 of the Act. and shall continue for a period of thirty (30) years from the commencement date, or until dissolved by its members in accordance with Section 608.441 of the Act or the provisions of these Articles. Subject to the foregoing, the Company shall be dissolved on the happening of any of the following events:

- (1) Expiration of the term specified above;
- (2) Withdrawal, retirement, death, resignation, bankruptcy, dissolution or expulsion of any member, unless the business of this Company is continued by the consent of all the remaining members; and/or
- (3) Unanimous written consent of all of the members.

ARTICLE III

Place of Business

The mailing address and street address of the principal office of the Company is 4530 Beachway Drive West, Tampa, Florida 33609-4234, or such other address or addresses as may be designated by the members from time to time.

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CLERK OF STATE
TAMPA, FLORIDA

ARTICLE IV

Purposes

This Company is created and formed for the purpose of engaging in all lawful businesses authorized for a limited liability company pursuant to Section 608.403 of the Act, including, without limitation, the purchase, acquisition, ownership, holding, development, leasing, managing, selling, trading, subdividing or otherwise dealing in and with real property, and all such other lawful activities incidental, convenient, reasonably necessary or useful to the foregoing.

ARTICLE V

Registered Agent and Office

The initial registered agent for this Company shall be A. Edward McGinty, Esq., and the address of the registered agent for service of process shall be A. Edward McGinty, Esq., 4820 Cypress Tree Drive, Tampa, Florida 33624.

ARTICLE VI

Admission of Members

The initial members of this Company shall be set forth in the Operating Agreement and Regulations adopted by the members as set forth therein. The admission of additional members shall be accomplished only by vote of a majority in interest of the members.

ARTICLE VII

Continuation of Business

The remaining member(s) may, by unanimous written agreement, continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in the Company.

ARTICLE VIII

Management of Business

The management of the Company shall be vested entirely in its members. The name and address of its initial members are as follows:

<u>Name</u>	<u>Address</u>
Jeffrey A. Darrey	4530 Beachway Drive West Tampa, Florida 33609-4234
Sharon A. Darrey	4530 Beachway Drive West Tampa, Florida 33609-4234

ARTICLE IX

Powers

The Company shall have all of the powers and authorities set forth in Section 608.404 of the Act.

ARTICLE X

Property

(a) Ownership. All property originally paid or brought into, or transferred to, this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of this Company shall be the property of this Company.

(b) Title. The title to all property of the Company shall be held in the name of the Company.

(c) Conveyances. The members are hereby authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of the Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents and all other certificates, instruments and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution shall be made by members holding a majority in interest of the Company. The signature and execution of such documents shall clearly set forth that the execution is on behalf of the Company and that the member is

signing on its behalf. The following form of signature shall be used for obtaining or conveying title to any real or personal property:

MITKRNZELA, L.L.C.

By: _____,
_____, as Member _____

No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

ARTICLE XI

Amendments

These Articles of Organization, except with respect to vested rights of the members, may be amended at any time by vote by a majority in interest of its members and such amendments shall be signed, executed and filed with the Florida Department of State in accordance with the provisions of Section 608.411(2) of the Act.

ARTICLE XII

Regulations

The members are hereby authorized and directed to prepare and adopt an Operating Agreement and Regulations for the governing of the internal affairs of the Company containing such provisions as they consider necessary, reasonable or desirable, except that no provisions of such Operating Agreement and Regulations may conflict with the provisions of these Articles of Organization, unless otherwise permitted herein. The power to adopt, alter, amend or repeal the Operating Agreement and Regulations shall be set forth in the Operating Agreement and Regulations, except that the initial form shall be approved by all the members.

ARTICLE XIII

Contracting Debts

No debt shall be contracted nor liability incurred by or on behalf of the Company except by vote of a majority in interest of the members.

[illegible]

The foregoing instrument was acknowledged before me this 23rd day of April, 1999 by Jeffrey A. Darrey, who has executed this instrument in his capacity as Managing Member of and on behalf of Mitkrnzela, L.L.C. Jeffrey A. Darrey, is personally known to me or has produced _____ as identification and did / ~~did not~~ take an oath.

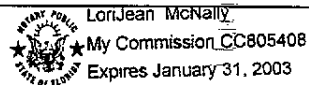
Lori Jean McNally
Notary Public
Printed Name: Lori Jean McNally

Serial Number: _____

State of Florida at Large

My Commission Expires:

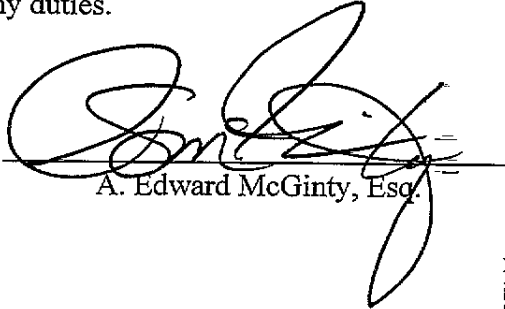
(NOTARY SEAL)



CERTIFICATE OF DESIGNATION AND
ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated limited liability company, at the place designated in these Articles of Organization, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: April 23, 1999


A. Edward McGinty, Esq.

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99 APR 28 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

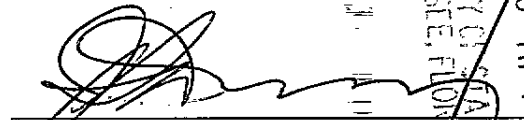
ARTICLE XIV

Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of the Company, Mitkrmzela, L.L.C., hereby certifies:

- 1) the Company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$2,000;
- 3) if any, the agreed value of property other than cash contributed by member(s) is (a description of the property attached and made a part hereto); and \$285,000;
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$287,000.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization this 23rd day of April, 1999.


Jeffrey A. Darrey, as Managing Member

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99 APR 28 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

701 NORTH WESTSHORE BLVD.

DESCRIPTION: (AS FURNISHED)

THE SOUTH 44 FEET OF LOT 12, ALL OF LOTS 13 AND 14, LOT 15 LESS THE WEST 10 FEET TAKEN BY THE STATE ROAD DEPARTMENT OF FLORIDA IN FINAL JUDGEMENT IN OFFICIAL RECORDS BOOK 678, PAGE 790, ENTRADA SUBDIVISION, ACCORDING TO THE PLAT THEREOF ON FILE IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT IN AND FOR HILLSBOROUGH COUNTY, FLORIDA RECORDED IN PLAT BOOK 18, PAGE 19: SAID LANDS SITUATE, LYING AND BEING IN HILLSBOROUGH COUNTY, FLORIDA.

FILED
99 APR 28 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA