

L99000003025

**CAPITAL CONNECTION, INC.**

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

Key Escrow, L.L.C

500002886995--1

-05/26/99--01047--013

\*\*\*\*285.00 \*\*\*\*285.00

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

FILED

99 MAY 26 PM 1:30

RECEIVED

99 MAY 26 AM 11:04

Name	5/26/99
Availability	OK
Document Examiner	DCC
Updater	DCC
Signature	
Verifier	DCC
Acknowledgement	DCC
Requested by:	
W. P. Verifier	DCC

L99000003025

Name

Date

Time

Walk-In

Will Pick Up

# ARTICLES OF ORGANIZATION OF KEY ESCROW, L.L.C.

## ARTICLE I - NAME

The name of the limited liability company ("Company") is KEY ESCROW, L.L.C.

## ARTICLE II - ADDRESS

The street address of the Company's principal office is 4741 Atlantic Boulevard, Suite D, Jacksonville, Florida 32207. The mailing address of the Company's principal address is Box 550655, Jacksonville, FL 32255.

## ARTICLE III - DURATION

The period of the Company is perpetual beginning on the date these Articles of Organization are filed by the Florida Department of State.

## ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of Company's initial registered agent in Florida is Jay C. Halsema. The address of Company's registered office in Florida is 4741 Atlantic Boulevard, Suite D, Jacksonville, Florida 32207.

## ARTICLE V - MANAGEMENT

The Company is to be managed by a board of managers. The number of members of the board of managers shall be as provided in the Company's regulations, but shall never be less than one. The board of managers shall be elected by a majority vote of the voting members at the annual meeting of members. If there shall be more than one member of the board of managers, the vote of a majority of their number shall be sufficient to authorize action by the managers. The managers may designate one or more persons to serve as officers of the Company with such duties as shall be provided for in the Company's regulations. There shall be one initial member of the board of managers who will serve until the first annual meeting of the members. The initial member of the board of managers is Jae Hoon Chung, whose address is 3913 Oak Street, Jacksonville, Florida 32205.

FILED  
99 MAY 26 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
99 MAY 26 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE

#### ARTICLE VI - CLASSES OF MEMBERSHIP AND ADMISSION OF NEW MEMBERS

A. *Classes of Membership.* There shall be two classes of membership - voting and non-voting. The rights, duties and obligations of each class of membership shall be the same in all respects other than the right to vote on Company matters. Only voting members shall be entitled to vote on Company matters. The vote of each voting member shall be weighted in proportion to the voting member's relative share of membership units outstanding, however each voting member shall have at least one vote.

B. *Admission of New Members.* Voting members of the Company have the right to admit new members, both voting and non-voting. Additional members may be admitted only on the unanimous written consent of the existing voting members. At the time new members are admitted, the existing voting members shall determine the amount and nature of the contributions by the new members and their membership classification.

#### ARTICLE VII - CONTINUATION OF BUSINESS

The remaining voting members of the Company have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the consent of the remaining voting members.


#### ARTICLE VIII - ADDITIONAL PROVISIONS

A. *Amendment of Articles of Organization.* The Company's Articles of Organization may be amended only by a majority vote of the voting members.

B. *Adoption and Amendment of Regulations.* The power to adopt, alter, amend, or repeal the regulations of the Company is vested in the voting members and in the board of managers provided for in Article V. Any regulations adopted by the voting members may be changed only by a majority vote of the voting members.

**IN WITNESS HEREOF**, these Articles of Organization have been executed on this 20 day of May 1999, at Jacksonville Florida.

Dated: 5/20/99

By   
JAE HOON CHUNG

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED  
99 MAY 26 PM 1:30  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The undersigned member of KEY ESCROW, L.L.C. deposes and says:

- (1) The above named limited liability company has at least two members.
- (2) The total amount of cash contributed by the members is \$1,000.00.
- (3) No property other than cash has been contributed by members.
- (4) The total amount of cash or property anticipated to be contributed by members is \$ 10,000 This total includes amounts from (2) and (3) above.

In accordance with Section 608.408(3), Florida Statutes, this execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true.

Dated: 5/20/99

By

Jae Hoon Chung  
JAE HOON CHUNG

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE  
AND  
ACCEPTANCE BY RESIDENT AGENT**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designation of registered office/registered agent, in the State of Florida:

- (1) The name of the limited liability company is KEY ESCROW, L.L.C.
- (2) The name and address of the registered agent and office is:

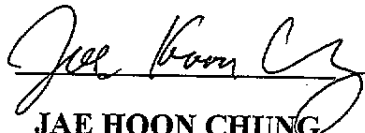
Jay C. Halsema, is 4741 Atlantic Boulevard, Suite D, Jacksonville, Florida 32207.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, Jay C. Halsema, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned, Jay C. Halsema, further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties as resident agent, and states that he is familiar with and accepts the obligations of his position as registered agent.

**KEY ESCROW, L.L.C.**

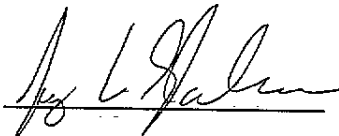
Dated: 5/20/99

By

  
**JAE HOON CHUNG**  
As Managing Member

Dated: 5/20/99

By

  
**JAY C. HALSEMA**  
Resident Agent

FILED  
99 MAY 26 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA