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LIMITED LIABILITY COMPANY

PIONEER POWER DEVELOPMENT, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
PIONEER POWER DEVELOPMENT, L.L.C.**

ARTICLE I

Name. The name of the limited liability company ("Company") is PIONEER POWER DEVELOPMENT, L.L.C.

ARTICLE II

Address. The mailing and street address of the Company's principal office is 8222 S.E. Royal Street, Hobe Sound, Florida 33455.

ARTICLE III

Duration. The period of duration for the Company is twenty-five years, 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 Lawrence E. Crary III. The address of Company's registered office in Florida is 555 Colorado Avenue, Stuart, Florida 34994.

Prepared by:

Lawrence E. Crary III, Esquire
555 Colorado Avenue
Stuart, Florida 34994
(888) 287-2800
Fla. Bar No.: 250414

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FAX AUDIT NUMBER: H99000016643 1

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ARTICLE V

Management. The Company is to be managed by four (4) managers . The initial managers will serve until the first annual meeting of the members. The initial managers are as follows:

<u>Name:</u>	<u>Address:</u>
Theodore Jonczak	8222 S.E. Royal Street Hobe Sound, Florida 33455
Michael A. Jaeger	248 Kelsey Park Circle Palm Beach Gardens, Florida 33410
James R. Jackson	3003 N.E. Ivy Lane Jensen Beach, Florida 34957
Karen A. Branick	1768 Park Center Drive, Suite 330 Orlando, Florida 32835

ARTICLE VI

Admission of New Members. The Managers of the Company have the right to admit new members. Additional members may be admitted only on the consent and approval of the managers of the Company, and the managers shall determine the amount and nature of contributions to be made by new members at the time the new members are admitted.

ARTICLE VII

Continuation of Business. The remaining 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 of the Company may be continued only on the unanimous written consent of the remaining members.

FAX AUDIT NUMBER: H99000016643 1

FAX AUDIT NUMBER: H99000016643 1

ARTICLE VIII

Operating Agreement. The Operating Agreement of the Company shall be made, altered or rescinded by all of the Members of the Company.

ARTICLE IX

Organizer. The name and address of the initial organizer of this limited liability company are as follows:

Theodore Jonczak 8222 S.E. Royal Street
Hobe Sound, Florida 33455

IN WITNESS WHEREOF, these Articles of Organization have been executed this 7th day of July, 1999.

Theodore Jonczak
Theodore Jonczak

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 7th day of July, 1999 by THEODORE JONCZAK, (please check one of the following) ☐ who is personally known to me or ☒ who has produced His Driver's License as identification, and who (please check one of the following) ☐ did or ☐ did not take an oath.

(SEAL)



Maritza Polanco
MY COMMISSION # CC824335 EXPIRES
May 4, 2005
BONDED THROUGH TROY FARM INSURANCE, INC.


Maritza Polanco
NOTARY PUBLIC
Print Name: Maritza Polanco
My Commission Expires: 5/4/23

FAX AUDIT NUMBER: H99000016643 1

FAX AUDIT NUMBER: H99000016643 1

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in the above Articles of Organization, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.



Lawrence E. Crary III
Registered Agent

FAX AUDIT NUMBER: H99000016643 1

FAX AUDIT NUMBER: H99000016643 1**AFFIDAVIT OF MEMBERSHIP AND CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA

COUNTY OF MARTIN

The undersigned, who is a member of PIONEER POWER DEVELOPMENT, L.L.C., who being first duly sworn, on oath, deposes, says and declares that the limited liability company has four (4) members and that the capital contributions of the members are as follows:

1. The members have made capital contributions in the following amounts:

Name of MemberAmount of Contribution

THEODORE JONGZAK

Cash - \$ 1,000.00Description and agreed value of
Property other than cash: _____N/A

\$ _____

MICHAEL A. JAEGER

Cash - \$ 1,000.00Description and agreed value of
Property other than cash: _____N/A

\$ _____

JAMES R. JACKSON

Cash - \$ 1,000.00Description and agreed value of
Property other than cash: _____N/A

\$ _____

FAX AUDIT NUMBER: H99000016643 1

FAX AUDIT NUMBER: H99000016643 1

KAREN A. BRANICK

Cash - \$ 500.00Description and agreed value of
Property other than cash: _____N/A

\$ _____

STEVE ATKINSON

Cash - \$ 500.00Description and agreed value of
Property other than cash: _____N/A

\$ _____

2. It is anticipated that the members listed below will make capital contributions in the future in the following amounts:

Name of MemberAmount of ContributionN/AN/ADated: July 7, 1999.

 Theodore Jonczak

The foregoing instrument was acknowledged before me this 7th day of July, 1999 by Theodore Jonczak. He (please check one of the following) ☐ is personally known to me or ☒ who has produced His driver's license as identification, and who (please check one of the following) ☐ did or ☐ did not take an oath.

(SEAL)



Maritza Polanco
MY COMMISSION # CC824335 EXPIRES
May 4, 2003
BONDED THROUGH FARM INSURANCE INC.


 NOTARY PUBLIC
Print Name: Maritza PolancoMy Commission Expires: 5/4/03

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