

CAPITAL CONNECTION INC.

417 E. Virginia Street, Suite 100 Tallahassee, Florida 32302
(850) 224-8370 • 1-800-342-8062 • Fax (850) 222-1212

L99000004400

m2 ventures of North
west Florida, LLC.

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- FILED**
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 20 PM 3:44
- ☐ 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
- RECEIVED**
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by

Name

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**ARTICLES OF ORGANIZATION OF
M.Z. VENTURES OF NORTHWEST FLORIDA, L.L.C.**

Gary M. McMichael a natural person competent to contract, present these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I - NAME

The name of this limited liability company is:

M.Z. VENTURES OF NORTHWEST FLORIDA, L.L.C.

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing address and street address of the principal office of this limited liability company is 323 Page Bacon Road, Suite 17, Mary Esther, Florida 32569.

ARTICLE III - PURPOSES AND POWERS

This limited liability company is organized for the acquisition, sale, leasing, and development of real property and any other legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE IV - TERM OF EXISTENCE

This limited liability company shall have a perpetual existence unless the Company is terminated as provided in its regulations. Provided, however, the remaining members may continue the existence of this limited liability company as provided in Article VIII below and as further provided in the regulations of this limited liability company.

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this limited liability company shall be 323 Page Bacon Road, Suite 17, Mary Esther, Florida 32569, and the name of the initial registered agent of this limited liability company at that address is Gary W. McMichael.

ARTICLE VI - MANAGEMENT

This limited liability company will be managed by its members. The names and addresses of the individuals who shall serve as the managing members are as follows:

Gary W. McMichael
323 Page Bacon Road
Suite 17
Mary Esther, Florida 32569

Kalliope Zachos
4154 Beach Drive
Niceville, Florida 32578

ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

The Members of this limited liability company are Gary W. McMichael and Kalliope Zachos. New members shall be admitted only upon the unanimous agreement of the members or upon the failure of a member to exercise the right of first refusal described in the regulations of this limited liability company..

ARTICLE VIII - MEMBERS RIGHT TO CONTINUE BUSINESS

Upon the death, bankruptcy, or insolvency of a member, the remaining member or members of the limited liability company shall have the right to continue the business of this limited liability company.

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99 JUL 20 PM 3:44**ARTICLE IX - COMMENCEMENT OF EXISTENCE**

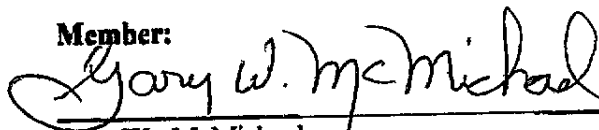
The date for commencement of this limited liability company's existence shall be the date these Articles of Organization are filed with the offices of the Secretary of State of Florida.

ARTICLE X - AMENDMENT

This limited liability company reserves the right to amend these Articles of Organization or any amendment thereto from time to time in accordance with the Florida Limited Liability Company Act but only if the Members of this limited liability company unanimously agree to such agreement.

IN WITNESS WHEREOF, the undersigned member of this limited liability company has executed these Articles of Organization on the date set forth below.

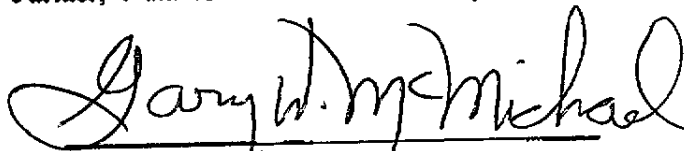
Member:



Gary W. McMichael

Date: July 19th, 1999.**REGISTERED AGENT ACCEPTANCE**

I do hereby accept the foregoing designation as registered agent of **M.Z. VENTURES OF NORTHWEST FLORIDA, L.L.C.** Further, I am familiar with and accept the duties and obligations of such designation.



Gary W. McMichael

Date: July 19th, 1999.

STATE OF FLORIDA)
COUNTY OF Okaloosa

AFFIDAVIT

BEFORE ME, the undersigned, personally appeared Gary W. McMichael, a member of **M.Z. VENTURES OF NORTHWEST FLORIDA, L.L.C.**, a Florida limited liability company, hereinafter "Company", who upon being duly sworn, certified as follows:

1. The Company has at least one member.
2. The total actual amount of cash contributed to the Company as of its formation is **FORTY THOUSAND and NO/100THS DOLLARS (\$40,000.00)**, with **TWENTY THOUSAND and NO/100THS DOLLARS (\$20,000.00)** being contributed by Gary W. McMichael, **TWENTY THOUSAND and NO/100THS DOLLARS (\$20,000.00)** being contributed by Kalliope Zachos.
3. No property other than cash has been contributed by the members as of formation.
4. The total value of cash or property anticipated to be contributed by the members is **FORTY THOUSAND and NO/100THS DOLLARS (\$40,000.00)**, which includes the amount specified in Paragraph 2 of this affidavit.
5. The total amount of all contributions referred to herein is **FORTY THOUSAND and NO/100THS DOLLARS (\$40,000.00)**.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

AFFIANT:**MEMBER:**

Gary W. McMichael
GARY W. MCMICHAEL

Date: July 19, 1999

STATE OF FLORIDA

COUNTY OF Okaloosa

SWORN TO AND SUBSCRIBED before me this 19th day of July, 1999, by Gary W. McMichael, who (X) is personally known to me, or () who has produced _____ as identification, bearing identification number _____

Carole L. Gensicki
[Signature of Notary Public]
Carole L. Gensicki
[Print, Type, or Stamp Name of Notary Public]
Commission Number: CC 6660061
My Commission Expires: June 30, 2001

[NOTARIAL SEAL]