

Division of Corporations

Page 1 of 1

**L990000008193****Florida Department of State**

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

**Electronic Filing Cover Sheet****Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H99000030256 4)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 922-4003

From:

Account Name : BUTZEL LONG  
Account Number : 105147001567  
Phone : (561) 368-2151  
Fax Number : (561) 368-4668**LIMITED LIABILITY COMPANY  
WINNING EDGE GROUP, L.L.C.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

**Electronic Filing Menu****Corporate Filing****Public Access Help**

**L99-8193**

Name	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifier	<i>[Signature]</i>
Acknowledged Client	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

11:16 PM

FILED

99 NOV 29 PM 3:52

99 NOV 29 PM 3:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDASEC. OF STATE  
TALLAHASSEE, FLORIDA

H99000030256 4

## ARTICLES OF ORGANIZATION

OF

### WINNING EDGE GROUP, L.L.C.

The undersigned acting as organizer of WINNING EDGE GROUP, L.L.C., under the Florida Limited Liability Company Act, adopt the following Articles of Organization for said limited liability company.

#### ARTICLE I NAME

The name of the limited liability company shall be WINNING EDGE GROUP, L.L.C., (the "LLC").

#### ARTICLE II DURATION

This LLC shall exist perpetually, unless dissolved according to law or as set forth in the LLC's Operating Agreement.

#### ARTICLE III PURPOSE

The LLC is organized pursuant to the Florida Limited Liability Company Act for the purpose of conducting any lawful activity in Florida, with the powers described in the Florida Limited Liability Company Act and as set forth in the LLC's Operating Agreement.

#### ARTICLE IV BUSINESS ADDRESS AND REGISTERED AGENT

The street address of the place of business and the mailing address in this State of the LLC shall be 19552 Saturnia Lakes Drive, Boca Raton, FL 33498. The name and address of the LLC's initial registered agent shall be James Giney, 19552 Saturnia Lakes Drive, Boca Raton, FL 33498.

Prepared By:  
John J. Raymond, Jr.  
BUTZEL LONG, P.C.  
1200 North Federal Highway  
Suite 411  
Boca Raton, FL 33432  
(561) 368-2151  
Bar # 194162

H99000030256

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 NOV 29 PM 3:52

FILED

H99000030256 4

**ARTICLE V**  
**MEMBERS AND CONTRIBUTIONS**

- (a) The following are the members of the LLC and their initial contribution:

James Gitney	\$400.00
Cheri Jo Gitney	\$600.00

- (b) The members have not agreed to make any additional contributions, but may agree to do so in the future upon the terms and conditions set forth in the Operating Agreement of the LLC.

**ARTICLE VI**  
**ADMISSION OF ADDITIONAL MEMBERS**

Additional members may be admitted to the LLC upon the unanimous consent of all members in writing and then only upon the condition that a new member be bound by and become party to the Operating Agreement of the LLC.

**ARTICLE VII**  
**DISSOLUTION, CONTINUATION**

The members shall have the right to continue the LLC upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the membership of a member in the LLC, so long as the remaining members agree to continue the LLC.

**ARTICLE VIII**  
**MANAGEMENT**

The LLC is to be managed by a Manager or Managers. The name and address of the Manager of the LLC who shall serve as Manager until a successor is elected and qualified is:

James Gitney  
19552 Saturnia Lakes Drive  
Boca Raton, FL 33498

The Manager may be removed and replaced by the members, as provided in the Operating Agreement of the LLC. The Manager shall hold the offices and have the responsibilities accorded to him by the members as set out in the Operating Agreement of the LLC.

H99000030256 4

**ARTICLE IX**  
**ADDITIONAL PROVISIONS**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 NOV 29 PM 3:52

FILED

H99000030256 4

(a) All members of the LLC shall be entitled to vote on matters relating to the LLC per capita and not in proportion to their contributions to the capital of the LLC unless as otherwise set forth in the Operating Agreement of the LLC.

(b) Management decisions shall be made by majority vote of the members except that the affirmative vote of two-thirds of the members shall be required to approve a consolidation or merger into or with another limited liability company, a partnership, a corporation, a business trust, or any other entity; sale of substantially all of the assets; or any transaction not in the ordinary course of business which shall cause the business of the LLC to be terminated or which shall require amendment to the Articles of Organization.

(c) The effective date of this limited liability company shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 21 day of November, 1999.

  
JAMES GITNEY  
Manager

H99000030256

FILED  
99 NOV 29 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H99000030256 4


**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING THE AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In compliance with Section 608.415 and 608.507, Florida Statutes, the following is submitted:

That WINNING EDGE GROUP, L.L.C., desiring to organize under the laws of the State of Florida, with its principal place of business at 19552 Saturnia Lakes Drive, Boca Raton, FL 33498 has named James Gitney located at 19552 Saturnia Lakes Drive, Boca Raton, FL 33498 as its agent to accept service of process within Florida.

**ACKNOWLEDGMENT:**

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

  
JAMES GITNEY

FILED  
99 NOV 29 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
H99000030256 4