





**CLARKCAMPBELL**  
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LANCASTER & MUNSON, P.A.

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Attorney

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**SHAREHOLDERS**

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JOHN J. LANCASTER, LL.M.<sup>2</sup>  
PETER J. MUNSON  
MICHAEL E. WORKMAN<sup>1</sup>

**ASSOCIATES**

JUSTIN P. CALLAHAM, LL.M.  
IVELISSE DE LA FE  
KYLE H. JENSEN  
LAURA L. KELLY<sup>1</sup>  
MICHAEL J. KINCART  
RALPH H. SCHOFIELD, JR.  
WINTON B. WILKS, IV

**BOARD CERTIFICATIONS**

1 Real Estate  
2 Tax Law  
3 Elder Law  
4 City, County & Local Government

December 18, 2013

Secretary of State  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Merchant's Sales Solutions, LLC

Gentlemen:

Enclosed for filing please find an original and one copy of Articles of Organization with acceptance of resident agent. A check in the amount of \$125.00 is also enclosed for filing fees in this regard. It would be appreciated if you would please forward confirmation of filing to our office. A self addressed stamped envelope is enclosed.

Thank you for your assistance with this request.

Sincerely,

Lois A. Hart, Legal Assistant to  
Peter J. Munson, Esquire

LAH/s

Enclosures

(850) 245-6051.

## COVER LETTER

**TO: Registration Section  
Division of Corporations**

**SUBJECT: MERCHANT'S SALES SOLUTIONS, LLC**  
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

**PETER J. MUNSON, ESQUIRE**

Name of Person

**CLARK CAMPBELL LANCASTER & MUNSON, P.A.**

Firm/Company

**500 S. FLORIDA AVENUE, SUITE 800**

Address

**LAKELAND, FL 33801**

City/State and Zip Code

**intake@mortgagebankingassociates.com**

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

**Peter J. Munson**

Name of Person

at ( **863** ) **647-5337**

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$125.00 Filing Fee     \$130.00 Filing Fee & Certificate of Status     \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)     \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**Mailing Address**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street/Courier Address**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

EFFECTIVE DATE  
1-1-2014

**ARTICLES OF ORGANIZATION**

**OF**

**MERCHANT'S SALES SOLUTIONS, LLC**

FILED  
13 DEC 23 PM 4:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization. This entity will not be transacting business until January 1, 2014.

**ARTICLE I - NAME**

The name of the limited liability company shall be **MERCHANT'S SALES SOLUTIONS, LLC**.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND ADDRESS**

The principal place of business and the address of the Company in Florida shall be 51 Island Way, Unit 810, Clearwater, Florida 33767, and its mailing address is the same.

**ARTICLE III - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Lena M. Lockwood, at 51 Island Way, Unit 810, Clearwater, Florida 33767.

#### **ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS**

No additional contributions of cash or property are required to be made to the Company, except as the members may otherwise unanimously agree upon as provided in the Operating Agreement of the Company to be hereafter adopted by the Members of the Company (the "Operating Agreement").

#### **ARTICLE VI - ADDITIONAL MEMBERS**

(i) The Members may admit to the Company additional Member(s) to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the Members, (ii) admission of any such Additional Member(s) requires the written consent of all Members, and (iii) any Additional Members are allocated gain, loss, income or expense by the method provided in the Operating Agreement, and if no method is specified, then as may be permitted by Section 706(d) of the Code.

#### **ARTICLE VII - CONTINUATION OF BUSINESS**

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### **ARTICLE VIII - MANAGEMENT**

The Company shall be managed by its members. The initial member and thus the managing member shall be Lena M. Lockwood, whose address is 51 Island Way, Unit 810, Clearwater, Florida 33767. The Operating Agreement shall require the vote of the Members then having a majority interest in the Company for all decisions of the Company. The signature of a

Managing Member of the Company signing on behalf of the Company or the signature of a person designated as an officer of the Company under the Operating Agreement may be relied on as sufficient evidence of the action of the Company and that such action has been authorized by the unanimous consent of the Members.

**ARTICLE IX - OPERATING AGREEMENT**

The Members of the Company shall hereafter adopt the Operating Agreement setting forth all the terms, provisions, conditions and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.

IN WITNESS WHEREOF, the undersigned hereby execute these articles of organization this 11 day of December, 2013.

Lena M. Lockwood (SEAL)  
LENA M. LOCKWOOD, Managing Member

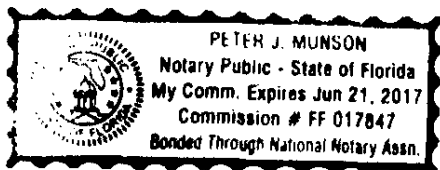
STATE OF FLORIDA  
COUNTY OF Polk

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared LENA M. LOCKWOOD, who [ ] is personally known to me or [ ] produced identification in the form of \_\_\_\_\_.

WITNESS my hand and official seal this 15<sup>th</sup> day of December, 2013, at Lakeland, Florida.

(NOTARIAL SEAL)

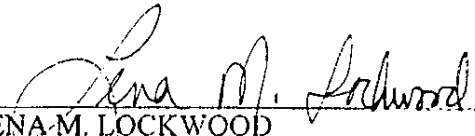
[Signature]  
Notary Public  
State of Florida at Large  
My Commission Expires:



ACCEPTANCE

Having been named to accept service of process for MERCHANT'S SALES SOLUTIONS, LLC, at the place designated as stated in these Articles of Organization, I hereby 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, and I am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

DATED this 11 day of December, 2013.

  
LENA M. LOCKWOOD