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526 East Park Avenue  
Tallahassee, Florida 32301  
(850) 681-6528

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UCC SERVICES  
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845062/2500U

April 27, 2001

**L00000001928**

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Tricor Asset Management, LC

**Filing Evidence**

☒ Plain/Confirmation Copy

☐ Certified Copy

**Retrieval Request**

☐ Photocopy

☐ Certified Copy

**Type of Document**

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

APPROVED  
AND  
FILED  
01 APR 27 AM 11:36  
RECEIVED  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

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\*\*\*\*\*25.00 \*\*\*\*\*25.00

4-27-01

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
TRICOR ASSET MANAGEMENT, L.C.**

TriCor Asset Management, L.C., a Florida limited liability company (the "Company") was formed under the Florida Limited Liability Company Act, as amended (the "Act"), pursuant to Articles of Organization filed on February 22, 2000. The Articles of Organization of the Company are hereby amended and restated in accordance with Section 608.411 of the Act to read as follows:

**ARTICLE I  
NAME**

The name of this Company shall be:

TriCor Asset Management, L.C.

**ARTICLE II  
DURATION**

This Company shall continue for a perpetual period of time from the date of filing of the Articles of Organization, or until dissolved in accordance with the Operating Agreement.

**ARTICLE III  
PURPOSES**

This Company is created and formed for the purpose of engaging in all lawful businesses authorized for a Company pursuant to Section 608.403 of the Act.

**ARTICLE IV  
PLACE OF BUSINESS**

The mailing address of the principal place of business of this Company shall be P.O. Box 1839, Tampa, Florida 33601-1839, or such other place or places as may be designated by the members from time to time. The street address of the principal place of business of this Company shall be 110 South Magnolia Avenue, Suite 204, Tampa, Florida 33606 or such other place or places as may be designated by the members from time to time.

**ARTICLE V  
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent for this Company shall be Sandip I. Patel, P.A., and the street address of the registered agent for the service of process shall be 2240 Belleair Road, Suite 160, Clearwater, Florida 33764.

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**ARTICLE VI**  
**CAPITAL CONTRIBUTIONS**

(a) Initial Capital. The initial capital of this Company shall consist of the sum of cash of Five Thousand and No/100 Dollars (\$5,000.00).

(b) Additional Capital Contributions. Additional capital contributions, if any, shall be made by the members and at the times as determined by written agreement among the members or in accordance with the Operating Agreement adopted and approved by the members, and may be made in cash or in property.

(c) Return of Capital. The capital contribution of any member may be returned in accordance with the Operating Agreement.

**ARTICLE VII**  
**ADMISSION OF MEMBERS**

The initial members of this Company shall be set forth in the Operating Agreement adopted by the members as set forth therein. The admission of additional members shall be accomplished in accordance with the Operating Agreement.

**ARTICLE VIII**  
**MANAGEMENT**

The Company shall be managed by a manager to be elected by a majority of the members at the annual meeting. The name and address of the manager who is to serve until its successor is elected and qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Suarez Financial Group, Inc.	PO Box 1839, Tampa, Florida 33601-1839

The manager shall vote on and approve all matters relating to the Company including, but not limited to, the contracting of debt, entering into leases, contracts, mortgages, notes, deeds, conveyance agreements, trusts, security agreements, assignments, licenses, bills of sale, management agreements and such other generally recognized business arrangements.

**ARTICLE IX**  
**POWERS**

This Company shall have all of the powers and authorities set forth in Section 608.404 of the Act.

**ARTICLE X**  
**PROPERTY**

(a) Ownership. All property originally paid or brought into, or transferred to, this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of this Company shall be the property of this Company.

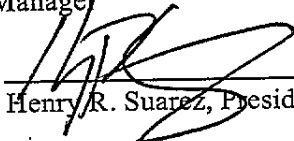
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TALLAHASSEE, FLORIDA

(b) Title. The title to all property of the Company shall be held in the name of the Company.

(c) Conveyances. The manager is hereby authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of this Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents and all other certificates, instruments and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution shall be made by the manager. The signature and execution of such documents shall clearly set forth that the execution is on behalf of this Company and that the manager is signing on its behalf. The following form of signature shall be used for obtaining or conveying title to any real or personal property:

TriCor Asset Management, L.C.

By: Suarez Financial Group, Inc.,  
Its Manager

By:   
Henry R. Suarez, President

No third party need inquire any further than these Amended and Restated Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

#### **ARTICLE XI** **AMENDMENTS**

These Amended and Restated Articles of Organization, except with respect to vested rights of the members, may be amended at any time by vote of a majority in interest of its members and such amendments shall be signed, executed and filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

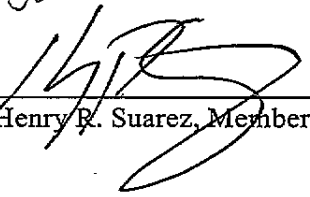
#### **ARTICLE XII**

The members are hereby authorized and directed to prepare and adopt an Operating Agreement for the governing of the internal affairs of this Company containing such provisions as they consider necessary, reasonable or desirable, except that no provisions of such Operating Agreement may conflict with the provisions of these Amended and Restated Articles of Organization, unless otherwise permitted herein. The power to adopt, alter, amend or repeal the Operating Agreement shall be set forth in the Operating Agreement, except that the initial form shall be approved by all the members.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
AND  
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IN WITNESS WHEREOF, the parties hereto have duly executed these Amended and Restated Articles of Organization this 16<sup>th</sup> day of April, 2001.

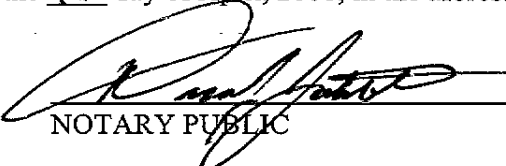
  
Jeffrey M. Maricle, Member

  
Henry R. Suarez, Member

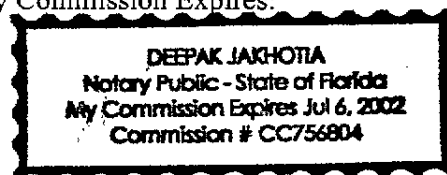
STATE OF FLORIDA )  
COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared Jeffrey M. Maricle, to me well known and known to me to be the person described in and who executed the foregoing, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this the 16<sup>th</sup> day of April, 2001, in the aforesaid County and State.

  
NOTARY PUBLIC

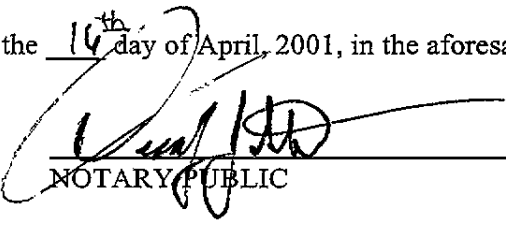
My Commission Expires:



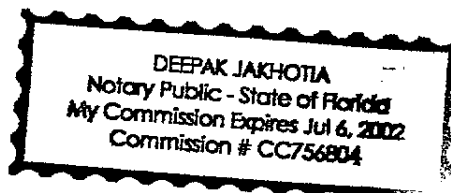
STATE OF FLORIDA )  
COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared Henry R. Suarez, to me well known and known to me to be the person described in and who executed the foregoing, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this the 16<sup>th</sup> day of April, 2001, in the aforesaid County and State.

  
NOTARY PUBLIC

My Commission Expires:



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