

Division of Corporations

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From:
Account Name : CUMMINGS & LOCKWOOD
Account Number : 102336001100
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY
THOMPSON INVESTMENT ENTERPRISES, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

OF

THOMPSON INVESTMENT ENTERPRISES, LLC

ARTICLE I

Name

The name of this Limited Liability Company is THOMPSON INVESTMENT ENTERPRISES, LLC (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is:

c/o
Jack A. Thompson
223 Bayfront Drive
Bonita Springs, Florida 34134

ARTICLE III

Duration

The period of duration for the Company is perpetual.

ARTICLE IV

Registered Office and Agent

The name and the Florida street address of the registered agent are:

CLASP Inc.
c/o Cummings & Lockwood
3001 Tamiami Trail North, 4th Floor
Naples, Florida 34103

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in

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*Chapter 608, F.S.*CLASP Inc.
Registered Agent
Joel H. Schechter, PresidentARTICLE V
Management

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial manager of the Company is:

Jack A. Thompson
223 Bayfront Drive
Bonita Springs, Florida 34134ARTICLE VI
Limitation on Agency
Authority of Members

Pursuant to Section 608.42335, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

ARTICLE VII
Written Operating Agreement

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written Operating Agreement of the Company, as amended and in existence from time to time.

Dated this _____ day of _____, 2001.

By: Jack A. Thompson
Manager

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
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