

L020000/3526

Florida Department of State
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To:

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Fax Number : (850) 205-0383

From:

Account Name : NORTON, GURLEY, HAMMERSLEY & LOPEZ, P.A.
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DIVISION OF CORPORATION

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RECEIVED

LIMITED LIABILITY COMPANY

TBC HOLDINGS, LLC

Name Availability	
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 3, 2002

NORTON GURLEY HAMMERSLEY & LOPEZ, P.A.

SUBJECT: TBC HOLDINGS, LLC
REF: W02000015868

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Please state member or authorized representative. Please delete Manager and Organizer.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

FAX Aud. #: H02000145994
Letter Number: 102A00035740

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ARTICLES OF ORGANIZATION

OF

TBC HOLDINGS, LLC

The undersigned person, acting as the organizer of TBC HOLDINGS, LLC, under the Florida Limited Liability Company Chapter 608, Florida Statutes, adopts the following Articles of Organization:

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this limited liability company is:

TBC HOLDINGS, LLC

ARTICLE II - COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the company will commence on the date these Articles of Organization are filed with the Florida Department of State, and the existence of the company shall be perpetual.

ARTICLE III - PURPOSE

The company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Company Act.

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ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the company is 233 Sarasota Center Blvd., Sarasota, FL 34240, and the name of the company's initial registered agent at that address is Randall Cook.

ARTICLE V - PLACE OF BUSINESS

The mailing address and the street address of the principal office of the company is 233 Sarasota Center Blvd., Sarasota, FL 34240.

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TALLAHASSEE, FLORIDA

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ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members and the terms and conditions of the admissions shall be restricted solely to those members approved by the written consent of all then-existing members and upon such terms and conditions as shall be set forth in its regulations.

ARTICLE VII - MANAGEMENT BY MEMBERS

The business of the company shall be managed by the members in proportion to their contributions to the capital of the company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members, and the name and address of the initial managing member is:

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Randall Cook
233 Sarasota Center Blvd.
Sarasota, FL 34240

ARTICLE VIII - REGULATIONS

The power to adopt, alter, amend, or repeal the regulations of the company is vested exclusively in the members of the company.

ARTICLE IX - ORGANIZER

The name and street address of the organizer executing Articles of Organization is:

Randall Cook
233 Sarasota Center Blvd.
Sarasota, FL 34240

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ARTICLE X - TERMINATION OF MEMBER

The company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

ARTICLE XI - AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to the Articles of Organization shall be approved by all the members and shall be as prescribed by the Secretary of State of the State of Florida.

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DATED: May 31, 2002.

(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.)



RANDALL COOK, Member

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, the following is submitted:

That TBC HOLDINGS, LLC, desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 233 Sarasota Center Blvd., Sarasota, FL 34240, has named RANDALL COOK as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for TBC HOLDINGS, LLC at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act, as amended, relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 608.415, Florida Statutes.

DATE: May 31, 2002.

RANDALL COOK

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA