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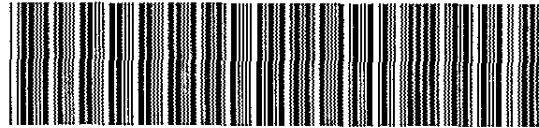
(Business Entity Name)

(Document Number)

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December 23, 2002

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

TCG Financial, L.L.C.

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	
	Profit
	Non Profit
X	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

ARTICLES OF ORGANIZATION
OF
TCG FINANCIAL, L.L.C.
(a Florida Limited Liability Company)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit.

ARTICLE I

(Name and Principal Place of Business)

The name of the limited liability company is TCG FINANCIAL, L.L.C., and the mailing address and street address of its principal office is 1210 9th Street S.W., Vero Beach, Florida 32962.

ARTICLE II

(Duration)

The limited liability company shall come into being upon the filing of the Articles of Organization with the Secretary of State, State of Florida, and shall have perpetual existence, unless earlier terminated by operation of law or as provided in these Articles or the Operating Agreement of the limited liability company.

ARTICLE III

(Initial Registered Office and Registered Agent)

The mailing address of the initial registered office, and principal place of business, of the limited liability company is 1210 9th Street S.W., Vero Beach, Florida, 32962. The name of the company's initial registered agent at that address is John S. Stepanek.

ARTICLE IV

(Membership Restrictions - Admissions)

Additional persons or entities may be admitted to the limited liability company as members upon the unanimous consent of the current members and on such terms and conditions as

determined by the members and in accordance with these Articles and the Operating Agreement of
the limited liability company.

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ARTICLE V
(Right to Continue Business)

REPUBLIC OF STATE
TALLAHASSEE, FLORIDA

On the death, withdrawal, 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 limited liability company, the remaining members shall have the right to continue the business on the consent of a majority (or all) of the remaining members within ninety (90) days of the terminating or dissolving event.

ARTICLE VI
(Management)

The limited liability company shall be managed by one manager. The name and address of the person who shall serve until the first annual meeting of members is as follows: John S. Stepanek, 1210 9th Street S.W., Vero Beach, Florida 32962.

IN WITNESS WHEREOF, the undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of TCG Financial, L.L.C.

Executed by the undersigned this 20th day of December, 2002.


John S. Stepanek

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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STATE OF FLORIDA

NOTARY PUBLIC STATE
TALLAHASSEE, FLORIDA

COUNTY OF INDIAN RIVER

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member TCG Financial, L.L.C., deposes and says:

- 1. The limited liability company identified above has at least one member.
- 2. The total amount of cash contributed by the member is \$5,000.00, contributed in the

following manner:

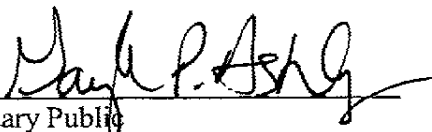
<u>MEMBER</u>	<u>INITIAL CAPITAL CONTRIBUTION</u>	<u>PERCENTAGE INTEREST</u>
John S. Stepanek	\$5,000.00	100%

- 3. The total amount of cash or property anticipated to be contributed by the members in the future is \$300,000.00.



 John S. Stepanek

The foregoing instrument was acknowledged before me this 20th day of December, 2002, by John S. Stepanek on behalf of TCG Financial, L.L.C., a limited liability company. He is personally known to me or provided a driver's license as identification.



 Notary Public
 State of Florida
 My Commission Expires:



STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA

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COUNTY OF INDIAN RIVER

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In pursuance of Chapter 608.407(1)(d), of the Florida Limited Liability Company Act, the

limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is TCG Financial, L.L.C.

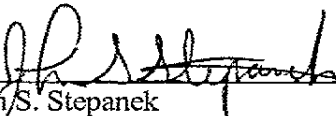
The name of the registered agent for TCG Financial, L.L.C., is John S. Stepanek, and the street address of the company's principal office where the agent is located is 1210 9th Street S.W., Vero Beach, Indian River County, Florida 32962.

This statement is to acknowledge that, as indicated above, TCG Financial, L.L.C., has appointed me, John S. Stepanek, as its Registered Agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Date

12/20/02

John S. Stepanek



The foregoing instrument was acknowledged before me this 20th day of December, 2002, by John S. Stepanek on behalf of TCG Financial, L.L.C., a limited liability company. He is personally known to me or has produced his driver's license as identification.

Notary Public
State of Florida

My Commission Expires:

