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05/07/03--01029--005 \*\*142.50

05/22/03--01085--015 \*\*42.50

WLS/23

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DIVISION OF CORPORATIONS  
03 MAY 22 AM 10:11



April 14, 2003

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Articles of Organization  
TSA Capital, L.L.C.

Dear Sir/Madam:

Enclosed are two originals of the Articles of Organization of TSA Capital, L.L.C. along with Check Number 1753 in the amount of \$142.50. This amount represents the fee for filing the above referenced Limited Liability Corporation and two Certified True Copies of the Articles.

Sincerely,

C. Frederick Thompson

W03-13318

Enclosures

/jld

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DIVISION OF CORPORATIONS  
03 MAY 22 AM 10:11



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

May 8, 2003

C. FREDERICK THOMPSON  
THOMPSON GROUP, INC.  
2831 N.W. 41 STREET, SUITE D  
GAINESVILLE, FL 32606

SUBJECT: TSA CAPITAL, L.L.C.  
Ref. Number: W03000013318

We have received your document for TSA CAPITAL, L.L.C. and check(s) totaling \$142.50. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$42.50. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

Please return 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) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 003A00028676

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## **ARTICLES OF ORGANIZATION**

**OF**

**TSA Capital, L.L.C.**

### **ARTICLES OF ORGANIZATION**

The undersigned, being a duly authorized member, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

#### **ARTICLE I: NAME**

The name of the limited liability company is TSA Capital, L.L.C., (the "Company").

#### **ARTICLE II: ADDRESS**

The Company's mailing address and street address of the principal office of Company is 2831 NW 41<sup>st</sup> Street, Suite D, Gainesville, Florida 32606.

#### **ARTICLE III: DURATION**

The period of the Company's duration shall be perpetual, unless terminated in accordance with the Company's regulations.

#### **ARTICLE IV: PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

#### **ARTICLE V: REGISTERED OFFICE AND AGENT**

The Company designates 2831 NW 41<sup>st</sup> Street, Suite D, Gainesville, Florida 32606, as the street address of the initial registered office of the Company and names C. Frederick Thompson, the Company's initial registered agent at that address to accept service of process within this state.

#### **ARTICLE VI: OFFICERS AND PERCENTAGE OF OWNERSHIP**

The Company designates Jim Stephens as President, Director with 50% ownership; C. Frederick Thompson as Secretary, Treasurer and Director with 50% ownership.

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**ARTICLE VII: ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of all of the Members of the Company.

**ARTICLE VIII: MEMBERS RIGHT TO CONTINUE BUSINESS**

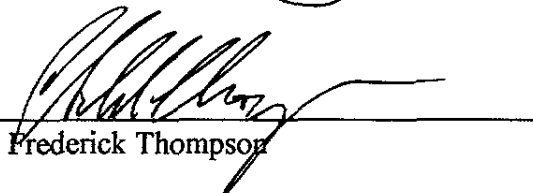
The right, if given, of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company will be as provided in the Regulations of the Company.

**ARTICLE IX: MANAGEMENT**

The Power to adopt, alter, amend, or repeal the Regulations of the Company will be vested in the members of the Company.

Dated this 29<sup>th</sup> day of April, 2003.

  
\_\_\_\_\_  
Jim Stephens

  
\_\_\_\_\_  
C. Frederick Thompson

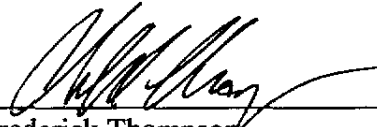
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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**


PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is TSA Capital, LLC.
2. The name and address of the registered agent and office is C. Frederick Thompson,  
2831 NW 41<sup>st</sup> Street, Suite D, Gainesville, Florida 32606.

Dated this 27 day of April, 2003.

  
C. Frederick Thompson

Having been named to accept service of process for the limited liability company named above at the place designated in this certificate, I hereby agree to the appointment as registered agent and agree to act in that 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.

  
C. Frederick Thompson, Registered Agent

29 April 2003  
Date

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