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SOLICITOR GENERAL  
STATE OF FLORIDA

# DAVID L. MACKAY ATTORNEY, P. A.

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Mailing Address:  
Post Office Box 206  
Ocala, Florida 34478-0206

Physical Address:  
2801 Southwest College Road, Suite #9  
Ocala, Florida 34474

Telephone: (352) 237-3800  
Facsimile: (352) 237-0299  
E-mail: [mrocala@worldnet.att.net](mailto:mrocala@worldnet.att.net)

December 15, 2003

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

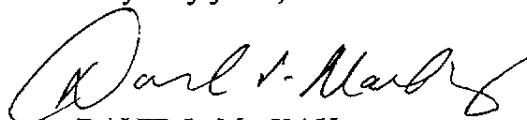
Re: Provenance Capital, LLC

Gentlemen:

Enclosed is the original and one copy of Articles of Organization for the above-captioned Florida limited liability company, together with our trust account check in the amount of \$125.00. Please acknowledge receipt and filing of the articles on the acknowledgment copy which is enclosed and return it to me at the above address.

Thank you for your attention to this matter.

Very truly yours,

  
DAVID L. MacKAY

DLM/jf

Enclosures

**ARTICLES OF ORGANIZATION FOR  
PROVENANCE CAPITAL, L. L. C., a  
Florida Limited Liability Company**

**ARTICLE I – NAME**

The name of the Limited Liability Company is **PROVENANCE CAPITAL, L. L. C.**

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 3563 Southeast 25<sup>th</sup> Avenue, Ocala, Florida, 34471.

**ARTICLE III – DURATION**

The period of duration for the Limited Liability Company shall be:

The duration for the Limited Liability Company shall be perpetual, subject to earlier dissolution upon the occurrence of any of the following events:

- (a) By the unanimous written agreement of all Members; or
- (b) Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member; or,
- (c) As otherwise provided by law.

**ARTICLE IV – Management**

The Limited Liability Company is to be managed by the Member and the name and address of the sole Members are:

Joseph R. Sanchez  
3563 Southeast 25<sup>th</sup> Avenue  
Ocala, Florida 34471

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## **ARTICLE V – TRANSFERABILITY**

If a Majority in Interest of the Members do not approve by unanimous written consent of a transferee or donee of a Membership Interest, then the proposed transferee or donee shall have no right to participate in the management of the business and affairs of the Company or to become a Member. Such transferee or donee shall be merely an Economic Interest Owner. No transfer of a Member's interest in the Company shall be effective unless and until written notice (including the name and address of the transferee or donee and the date of such transfer) has been provided to the Company and the non-transferring Member(s) shall have voted to accept such transferee or donee as a Member.

## **ARTICLE VI – Admission of Additional Members**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

From the date of the formation of this Limited Liability Company, any person or entity acceptable to Members holding the majority of the equity interest of this Limited Liability Company may become a Member in this Company, either by the issuance by the Company of Membership Interests for such consideration as the Members, by such majority vote, shall determine, or as a transferee of a Member's membership interest or any portion thereof, subject to the terms and conditions of Article V of these Articles of Organization.

## **ARTICLE VII – Members Rights to Continue Business**

The right, if given, of the remaining Members of the Limited Liability Company to continue the business on 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 Limited Liability Company shall be:

Upon unanimous vote, the remaining Members may elect to continue the business of the Limited Liability Company.

**CERTIFICATE DESIGNATING REGISTERED  
OFFICE AND REGISTERED AGENT**

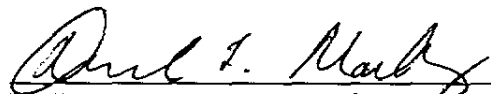
The Company's initial registered office and initial registered agent at such office is:

DAVID L. MacKAY, ESQUIRE  
2801 Southwest College Road, Suite 9  
Ocala, Florida 34474

The registered office and registered agent may be changed from time to time by filing the address of the new registered office and/or the name of the new registered agent with the Florida Secretary of State pursuant to the Florida Limited Liability Company Act.

**ACCEPTANCE**

I HEREBY ACCEPT the appointment as Registered Agent of and agree to act in that capacity as contemplated by § 607.164, Florida Statutes.

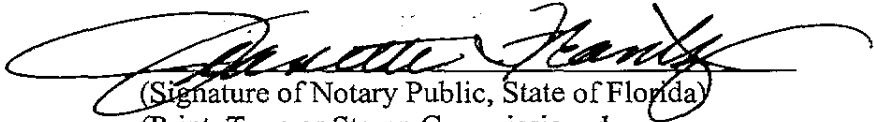
  
\_\_\_\_\_  
DAVID L. MacKAY, Registered Agent

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing Acceptance of Registered Agent was acknowledged before me this 15<sup>th</sup> day of December, 2003, by DAVID L. MacKAY.




Jeanette Frantz  
MY COMMISSION # DD227785 EXPIRES  
July 27, 2007  
BONDED THRU TROY FAIN INSURANCE INC

  
(Signature of Notary Public, State of Florida)  
(Print, Type or Stamp Commissioned  
Name of Notary Public)

Personally Known X, OR, Produced Identification \_\_\_\_\_  
Type of Identification Produced:  
\_\_\_\_\_

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Organization, this 15 day of December, 2003.

**SUBSCRIBERS:**

  
\_\_\_\_\_  
JOSEPH R. SANCHEZ