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TALLAHASSEE, FLORIDA

**KILGORE & ASSOCIATES, P.A.**  
**ATTORNEYS AT LAW**

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**Wm. Kevin Kilgore, Esquire**

Admitted to Practice in the States of  
Georgia and Florida

[kevinkilgore@verizon.net](mailto:kevinkilgore@verizon.net)

Phone: 727.441.8383

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**Physical Address:**

1696-N. Hercules Avenue  
Clearwater, Florida 33765

**Mailing Address:**

Post Office Box 5903  
Clearwater, Florida 33758

March 02, 2007

**\*\*SENT CERTIFIED MAIL**  
**# 7005 1160 0000 6663 6542**

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

RE: **TNT Property Company, LLC**

Dear Sir or Madam:

Please find enclosed herewith for processing two (2) original executed Articles of Organization / Designation of Registered Agent for the above-referenced company, along with this firm's check #3065 made payable to the *Secretary of State* to pay for the following costs:

|  |                |
|--|----------------|
| 1. Filing Fee / Registered Agent Designation | \$125.00       |
| 2. Certification & Return of Copy            | \$ 30.00       |
| 3. Certificate of Status                     | <u>\$ 5.00</u> |

**TOTAL                      \$160.00**

I kindly ask that you return the Certificate of Organization, along with the certified copy of the Articles of Organization to me at the above-referenced mailing address.

I wish to thank you in advance for your attention into this matter. If should have any questions, please feel free to contact my office at your own convenience.

Very cordially yours,



Wm. Kevin Kilgore, Esquire

WKK/wkk  
Enclosures

# ARTICLES OF ORGANIZATION OF

## **TNT Property, LLC**

*a Florida Limited Liability Company*

*The undersigned hereby certifies that he is the authorized representative of the initial members who have associated themselves 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. He further declares that the following Articles of Organization shall be the Charter and Authority for the conduct of business of such limited liability company.*

### **ARTICLE I NAME, PRINCIPAL ADDRESS, AND MAILING ADDRESS**

The name of this limited liability company is **TNT Property, LLC** and the initial principal street address is **1696 North Hercules Avenue, Clearwater, Pinellas County, Florida 33765**. The mailing address of the limited liability company is **P.O. Box 5903, Clearwater, Florida 33758-5903**.

### **ARTICLE II NATURE OF BUSINESS AND POWERS**

The general nature of the business transacted by this limited liability company is to engage in any and all business permitted under the laws of the State of Florida.

The limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as amended from time to time, including but not limited to, the power to:

(1) Sue and be sued, and defend, in its name; and indemnify a Member or any other person to the same extent as a corporation may indemnify any of the directors, officers, employees, or agents of the corporation against expenses actually and reasonably incurred by him or it in connection with the defense of an action, suit, or proceeding, whether civil or criminal, in which he or it is made a party.

(2) Purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located.

(3) Sell, convey, assign, pledge, mortgage, grant a security interest in, lease, exchange, or otherwise encumber or dispose of all or any part of its real or personal property or assets.

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- (4) Purchase, receive; subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with, shares or other interests in or obligations of any other entity.
- (5) Make contracts or guarantees, or incur liabilities; open bank accounts or lines of credit; borrow money at such rates of interest as the limited liability company may determine; issue its notes, bonds, or other obligations and/or secure any of its obligations by mortgage or pledge of all or any part of its property, assets, franchises or income.
- (6) Lend money for any lawful purpose, invest or reinvest its funds, and receive, take and hold real or personal property as security for repayment of said funds so loaned or invested.
- (7) Conduct its business, locate offices, and exercise the powers granted by this chapter within or without this state.
- (8) Select managers or managing members and appoint officers, directors, employees, and agents of the limited liability company, define their duties, fix their compensation, and lend them money and credit.
- (9) Make donations for the public welfare or for charitable, scientific, or educational purposes.
- (10) Pay pensions and establish pension plans, pension trusts, profit-sharing plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former managers, members, officers, agents, and employees.
- (11) Be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.
- (12) Make payments or donations or do any other act not inconsistent with law that furthers the business of the limited liability company.
- (13) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the limited liability company is organized.
- (14) Cease its activities and surrender this Certificate of Organization.

### ARTICLE III TERM OF EXISTENCE

This limited liability company's existence shall commence upon filing of these articles and continue into perpetuity until dissolved in a manner provided by law or by an *Operating Agreement* adopted by the Members of the limited liability company.

The limited liability company may be dissolved upon the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the limited liability company or upon the occurrence of any other event which terminates the continued membership of a member in the Company; however, the existence and business of the limited liability company shall be continued by consent of all of the remaining members.

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#### ARTICLE IV MEMBERS

The initial members to the limited liability company are as follows:

**Thomas Teien**  
880 Mandalay Avenue  
Apt C607  
Clearwater, Florida 33767-1216

**Tonje Knutsen**  
880 Mandalay Avenue  
Apt C607  
Clearwater, Florida 33767-1216

#### ARTICLE V RESTRICTIONS ON MEMBERSHIP

No new Members shall be admitted to the limited liability company without the prior consent of a majority in interest of the existing Members. Contributions required of the new Members shall be determined as of the time of their admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in compliance with the *Operating Agreement* of the limited liability company. Additional restrictions and conditions on membership may be set forth in the *Operating Agreement*.

#### ARTICLE VI MANAGEMENT

The limited liability company shall be a *manager-managed company* and managed by two (2) managers and the names and addresses of the initial managers of the company are as follows:

**Thomas Teien**  
880 Mandalay Avenue  
Apt C607  
Clearwater, Florida 33767-1216

**Tonje Knutsen**  
880 Mandalay Avenue  
Apt C607  
Clearwater, Florida 33767-1216

The Managers shall have the power and authority to act on behalf of the limited liability company as provided in Chapter 608, Fla. Stat, as amended from time to time, and as provided in any *Operating Agreement* adopted by the Members of the limited liability company. These Managers shall constitute the initial *Board of Managers*.

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## ARTICLE VII INITIAL OFFICERS

The Board of Managers shall have the power to appoint agents to act for the limited liability company. The initial Board of Managers hereby appoint the following as the initial Officers of the company:

**Thomas Teien**  
880 Mandalay Avenue  
Apt C607  
Clearwater, Florida 33767-1216  
**as VICE PRESIDENT,**  
**TREASURER, and**  
**SECRETARY**

**Tonje Knutsen**  
880 Mandalay Avenue  
Apt C607  
Clearwater, Florida 33767-1216  
**as PRESIDENT**

These Officers shall have the power and authority to act on behalf of the limited liability company as provided by law and/or by way of any *Operating Agreement* adopted by the Members of the limited liability company.

## ARTICLE VIII OPERATING AGREEMENT

The Members of the limited liability company may adopt an *Operating Agreement* pertaining to the regulation, management and affairs of the limited liability company, provided that such *Operating Agreement* shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The *Operating Agreement* may be repealed and/or altered only by the Members of the limited liability company in the manner now and hereafter prescribed by the laws of the State of Florida.

## ARTICLE IX DESIGNATION OF THE REGISTERED AGENT AND REGISTERED OFFICE AND CERTIFICATE OF REGISTERED AGENT

*PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT  
IN DESIGNATING THE REGISTERED AGENT/OFFICE IN THE STATE OF FLORIDA*

The name of the registered agent of the limited liability company is:  
**Wm. Kevin Kilgore**

The street address of the initial registered office located in the State of Florida is:  
**1696 North Hercules Avenue, Clearwater, Pinellas County, Florida 33765-1929**

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The limited liability company may change its registered agent or its registered office or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes. The members from time to time may move the registered office and/or the principal office to any other address located in the State of Florida.

### ***CERTIFICATE OF REGISTERED AGENT***


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 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

  
Wm. Kevin Kilgore  
Registered Agent

### ***ACKNOWLEDGMENT***

WHEREFORE, the undersigned, under the penalties of perjury, does hereby declare and acknowledge that the foregoing constitutes the proposed *Articles of Organization of TNT Property, LLC*, and that I have read the same and know the contents thereof and that the facts stated herein are true and correct.

These Articles have been executed by the undersigned on this date of March 2, 2007.

  
Wm. Kevin Kilgore  
Initial Organizer, Attorney and  
Authorized Representative of the Members  
1696 North Hercules Avenue  
Clearwater, Florida 33765

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