

L07000125998

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

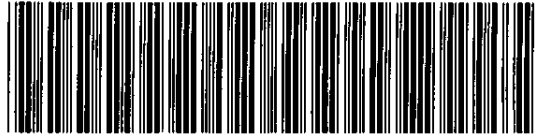
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000113237710

12/19/07--01029--015 **155.00

EFFECTIVE DATE

01/01/08

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 DEC 19 PM 2:31

DEC 20 2007

CommerceLawGroup

a professional limited company

Responding Office:

PO Box 357247
Gainesville, FL 32635

December 18, 2007

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

re: TSCI, LLC (the "Company")

To Whom It May Concern:

On behalf of the Company, please find enclosed the following original document(s) for immediate filing, along with one (1) photocopy(ies) of the same:

- o *Articles of Organization*

In regard to this filing, you will also find enclosed a check made payable to the Florida Department of State in the amount of \$155.00 representing the applicable fees associated herewith (articles of organization--\$100.00; registered agent fee--\$25.00; certified copy(ies) (1) of record--\$30.00 (@\$30.00 per copy)). Once each of the originals has been filed, please return the requested certified copy(ies) of the record to my attention at the mailing address listed above.

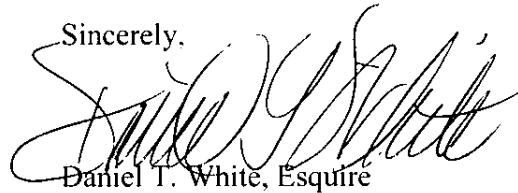
Additionally in regard to this filing, please specifically note the following: that an active Florida corporation having the name of "TSCI, Inc." (and having been assigned Document No. P07000073278), is owned by all of the same persons who will be principals of the limited liability company to be formed and organized pursuant the filing of the enclosure(s) contained herein; and such persons/shareholders and such corporation have consented to the use by the Company of the name "TSCI, LLC."

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 DEC 19 PM 2:31

*Department of State
Division of Corporations
Dec. 17, 2007
Page 2*

Should you have any questions, please do not hesitate to call. Thank you in advance for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "Daniel T. White".

Daniel T. White, Esquire
Managing Member

Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 DEC 19 PM 2:31

Articles of Organization

of

TSCI, LLC

FILED STATE
SECRETARY OF CORPORATIONS
07 DEC 19 PM 2:31

ARTICLE I: NAME

The name of this limited liability company shall be TSCI, LLC (the "Company").

ARTICLE II: MAILING AND STREET ADDRESS

This Company's principal office location and mailing address shall be 534 S.W. 4th Ave., Gainesville, Florida 32601.

ARTICLE III: REGISTERED OFFICE AND AGENT

The registered office of this Company shall be 3810 N.W. 39th Ave., Gainesville, Florida 32606, and this Company's registered agent at that address shall be Daniel T. White, Esq.

EFFECTIVE DATE
01/01/08

ARTICLE IV: DURATION OF COMPANY'S EXISTENCE

This Company shall have perpetual existence.

ARTICLE V: PURPOSE AND POWERS

This Company may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation in which the Company chooses to engage in business activities.

**ARTICLE VI: ADDITIONAL MEMBERS; ASSIGNMENT OF INTEREST
NO MEMBERSHIP RIGHTS OR POWERS WITHOUT ADMISSION**

A. No person shall be admitted as a member of or to this Company unless formally admitted pursuant to the unanimous written consent of this Company's members entitled to vote with respect thereto, and then only in strict compliance with any additional term or condition governing admission as may be set forth in this Company's articles of organization or operating agreement (if any). No transferee, assignee, holder, successor or assign of or to any interest in this Company shall have any vested right, privilege or other entitlement of membership prior to, if ever, formal admission. Solely by virtue of accepting, receiving, holding or claiming rights or title in or to, any interest in this Company, no transferee, assignee, holder, successor or assign of or to any interest in this Company shall have any vested right, privilege or other entitlement to become a member automatically, or to cause this Company or its existing members to admit any such person to the membership of this Company.

B. Prior to the dissolution and winding-up of this Company, no interest in this Company of any kind whatsoever shall be transferable or assignable, in whole or in part, directly or indirectly, voluntarily or involuntarily, whether by any member or other holder of any interest in or of this Company, except upon the unanimous written consent of this Company's members entitled to vote with respect thereto (and specifically excluding the transferee or assignee any such interest), and then only in strict compliance with any additional term or condition governing admission as may be set forth in this Company's articles of organization or operating agreement (if any). Any attempt to transfer or assign any interest in this Company in violation of this Company's articles of organization or operating agreement (if any) shall be deemed void ab initio and without force or effect.

C. Without being a formally-admitted member of this Company, no transferee, assignee, holder, successor or assign of or to any interest in this Company shall have or possess:

(i) any right, privilege or entitlement to exercise any right or power of or as a member of this Company (including without limitation exercising any right or power to vote on any matter concerning any aspect of this Company's business or affairs on account of or with respect to any such interest) or to otherwise participate in the management of this Company's business and affairs; and

(ii) any right, power or authority to grant or appoint to any other person (including any member of this Company), any proxy to vote or otherwise act on behalf of, or with respect to, any holder or interest in the Company (nor shall any such person have any right, power or authority to act as a proxy or representative of another person or any interest in the Company). Any attempt to grant or act as a proxy or representative of any interest in the Company in violation of this Company's articles of organization or operating agreement (if any) shall be deemed void ab initio and without force or effect.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 DEC 19 PM 2:31

ARTICLE VII: AMENDMENTS TO GOVERNING DOCUMENTS

This Company's articles of organization or operating agreement (if any) may be amended pursuant to the applicable provisions as may be set forth in this Company's articles of organization or operating agreement (if any). All amendments, alterations, revisions, restatements or repeals of this Company's operating agreement shall be consistent with this Company's articles of organization then in effect; and in all events any and all amendments, alterations, revisions, restatements or repeals of or to either this Company's articles of organization or operating agreement (if any) shall be in writing.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC 19 PM 2:31

ARTICLE VIII: SEVERABILITY

In the event all or any portion of any provision of this Company's articles of organization is deemed to be unenforceable, the remainder of that or all other provisions shall not be affected thereby and each remaining provision shall be valid and enforceable to the fullest extent permitted by law.

ARTICLE IX: MANAGEMENT OF COMPANY; AUTHORITY TO ACT ON BEHALF OF COMPANY

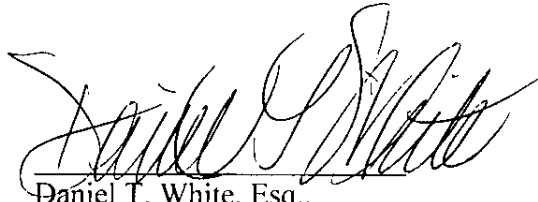
The management of this Company shall be solely and exclusively conducted, and vested in, one or more managers in accordance with the applicable provisions of the Florida Limited Liability Company Act, as amended (the "Act") and this Company's articles of organization or operating agreement (if any). As such, this Company shall be, and exist and operate as a manager-managed company for all purposes under the Act. Managers of this Company shall be duly designated, appointed, elected, removed or replaced in accordance with the applicable procedures set forth under the Act or, if any, in this Company's articles of organization or operating agreement (if any). Accordingly, no member, solely by reason of being a member, shall have any authority whatsoever (whether actual, apparent or implied) to act on this Company's behalf or to be an agent of this Company for purpose of its business; and no act of any member who is not also a manager of this Company acting within the scope of his actual authority may legally bind this Company.

ARTICLE IX: Effective Date of Filing and Existence

The date on which the filing of these Articles of Organization shall become effective, and the date on which the legal existence of this limited liability company shall commence, shall be January 1, 2008.

* * * * *

Dated: December 18, 2007.

A handwritten signature in black ink, appearing to read "Daniel T. White", written over a horizontal line.

Daniel T. White, Esq.,
Authorized Representative
of all initial Members

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 DEC 19 PM 2:31

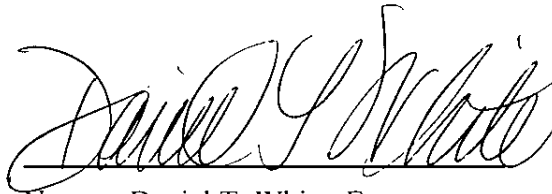
CERTIFICATE OF REGISTERED AGENT

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, TSCI, LLC, a limited liability company organized under the laws of the State of Florida, hereby submits the following statement to designate its initial registered office and agent in the State of Florida:

Registered agent: Daniel T. White, Esq.

Registered office: 3810 N.W. 39th Ave., Gainesville, Florida 32606.

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 hereby 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 I am familiar with and accept the obligations of my position as registered agent.

A handwritten signature in black ink, appearing to read "Daniel T. White", written over a horizontal line.

Name: Daniel T. White, Esq.

Dated: December 18, 2007

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 DEC 19 PM 2:31