

Jul-07-08 10:03am

JOHNSON POPE

7274418617

1-330

P. 01/01

F-200

Division of Corporations

Florida Department of State

Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H08000163997 3)))



H080001639973ABCA

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP.  
Account Number : 076666002140  
Phone : (727) 461-1818  
Fax Number : (727) 441-8617

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
08 JUL -7 AM 9:05

RECEIVED

08 JUL -7 PM 1:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

VICTORY CAPITAL HOLDINGS, LLC

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charge	\$130.00

Electronic Filing Menu

Corporate Filing Menu

Help

G. MCLEOD

JUL - 8 2008

49679.116005

EXAMINER

((H08000163997 3)))

**ARTICLES OF ORGANIZATION  
OF  
VICTORY CAPITAL HOLDINGS, LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

**ARTICLE I**

**Name**

The name of this Company shall be: VICTORY CAPITAL HOLDINGS, LLC.

**ARTICLE II**

**Place of Business**

The principal place of business and mailing address of this Company shall be 1418 Woodstream Drive, Oldsmar, Florida 34677, and such other place or places as may be designated by the manager from time to time.

**ARTICLE III**

**Registered Agent and Office**

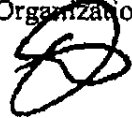
The initial registered agent for this Company shall be Michael G. Little, and the address of the registered agent for service of process shall be 911 Chestnut Street, Clearwater, Florida 33756.

**ARTICLE IV**

**Management of Business**

The Company shall be manager managed. The initial manager shall be LAWRENCE R. KELNER, whose address is 1418 Woodstream Drive, Oldsmar, Florida 34677, until the first annual meeting of members or until a successor is elected and qualified.

The undersigned has executed these Articles of Organization this 1<sup>st</sup> day of July, 2008.



\_\_\_\_\_  
MICHAEL G. LITTLE

**Prepared By:**  
Michael G. Little, Esquire  
Johnson, Pope, Baker, Ruppel & Burns, LLP  
911 Chestnut Street  
Clearwater, Florida 33756  
(727) 461-1818  
Bar No. 0861677

((H08000163997 3)))

((H08000163997 3)))

**CERTIFICATE OF DESIGNATION**  
**AND ACCEPTANCE OF REGISTERED AGENT**

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 911 Chestnut Street, Clearwater, Florida 33756, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated: July 1, 2008



\_\_\_\_\_  
MICHAEL G. LITTLE

#443060 v1 - VICTORYCAPITAL.AntOrg  
6/26/2008 6:34 PM

((H08000163997 3)))