

Division NOV. 25. 2009 11:56AM

L09 000106330

Florida Department of State
Division of Corporations
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TheKL SPENCER FINANCIAL ASSOCIATES, L.L.C.

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EXAMINER

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NO. 9193 P. 2/4

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November 6, 2009

SPENCER FINANCIAL ASSOCIATES, L.L.C.
13840 ADMIRAL'S BEND DR
JACKSONVILLE, FL 32225

SUBJECT: SPENCER FINANCIAL ASSOCIATES, L.L.C.
REF: L09000106330

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

Please return your document, along with 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) 245-6097.

Marsha Thomas

FAX Aud. #: H09000235831

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NO. 9193 P. 3/4

Regulatory Specialist II

Letter Number: 409A00034989

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**ARTICLES OF CORRECTION
FOR
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to section 608.4115, F.S., this document is being submitted within the required 30 business days to correct the attached articles of organization or application to transact business in Florida.

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FIRST: The name of the limited liability company is:
Spencer Financial Associates, L.L.C. (the "Company")

SECOND: The articles of organization or the application to transact business

(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT)



Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:

The name of the Company is hereby corrected as follows:

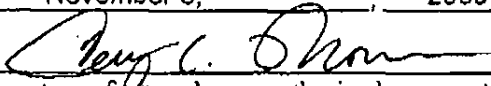
The KL SPENCER ~~FINANCIAL~~ ^{Group}, L. L. C.

OR



Was defectively signed. The manner in which the document was defectively signed and the appropriate correction are as follows:

Dated: November 5, 2009


Signature of a member or authorized representative of a member

Terry A. Moore, Authorized Representative

Typed or printed name of signee

Filing Fee: \$25.00
Certified Copy: \$30.00 (optional)

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ARTICLES OF ORGANIZATION

OF

SPENCER FINANCIAL ASSOCIATES, L.L.C.

Pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended from time to time (the "Act"); the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I NAME

The name of the limited liability company (the "Company") shall be SPENCER FINANCIAL ASSOCIATES, L.L.C.

ARTICLE II DURATION

Unless earlier terminated pursuant to the Act or the Operating Agreement (as defined in §608.402(24) of the Act) of the Company, the period of its duration shall be perpetual.

ARTICLE III ADDRESS

The mailing address and the street address of the principal office of the Company shall be 13840 Admiral's Bend Drive, Jacksonville, Florida 32225.

ARTICLE IV REGISTERED AGENT

The initial registered office of the Company shall be 50 North Laura Street, Suite 1100, Jacksonville, Florida, and its initial registered agent at such office shall be Terry A. Moore.

ARTICLE V ADDITIONAL MEMBERS

Additional members (as the term "member" is defined in §608.402(21) of the Act) may be admitted at such times and on such terms and conditions as provided in the Operating Agreement of the Company.

ARTICLE VI CONTINUATION OF BUSINESS

The remaining members of the Company may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of the member or members in the Company as provided in the Act or the Operating Agreement of the Company.

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NO. 8895 P. 3

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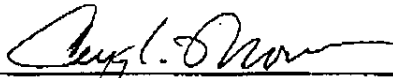
**ARTICLE VII
MANAGEMENT OF THE COMPANY**

The Company will be managed by its Managing Member in accordance with and subject to the requirements of the Act and the Operating Agreement of the Company. The name and address of the Managing Member of the Company is Kendall L. Spencer ("MGRM"), whose address is 13840 Admiral's Bend Drive, Jacksonville, Florida 32225.

IN WITNESS WHEREOF, the undersigned, being a member or an authorized representative of the Company, has executed these Articles of Organization on behalf of the Company in accordance with §608.407(4), of the Act.

Dated this 3rd day of November 3, 2009.

SPENCER FINANCIAL ASSOCIATES, L.L.C.

By: 
Terry A. Moore, Authorized Representative

(In accordance with § 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Print Name of signee: Terry A. Moore

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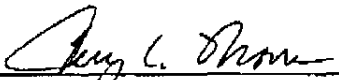
**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

SPENCER FINANCIAL ASSOCIATES, L.L.C., desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Terry A. Moore as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 50 North Laura Street, Suite 1100, Jacksonville, Florida 32202

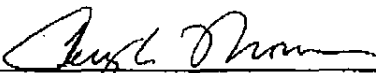
Dated this 3rd day of November, 2009.

SPENCER FINANCIAL ASSOCIATES, L.L.C.

By: 
Terry A. Moore, Esq., Authorized Representative

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

Dated this 3rd day of November, 2009.


Terry A. Moore, Registered Agent

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