

L09000117480

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

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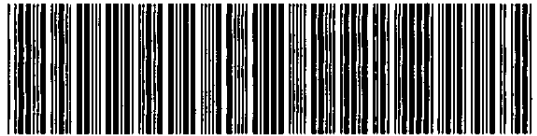
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JAN 12 2010

EXAMINER



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01/11/10--01016--025 **60.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
10 JAN 11 PM 2:36

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: TREE SPIRIT, LLC
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

DAVID B. DICKENSON, ESQUIRE

Name of Person

DICKENSON MURPHY REX AND SLOAN

Firm/Company

980 NORTH FEDERAL HWY., SUITE 410

Address

BOCA RATON, FL 33432

City/State and Zip Code

cgs@dmrslaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CINDY SCHAEFFER

Name of Person

at (561)

391-1900

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|---------------------------------------------|------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input checked="" type="checkbox"/> \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|---------------------------------------------|------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

TREE SPIRIT, LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on DECEMBER 10, 2009 and assigned Florida document number L09000117480.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

City

Florida

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

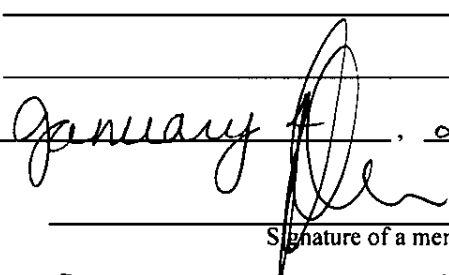
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
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D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

AMENDED ARTICLES OF ORGANIZATION ARE ATTACHED HERETO.

Dated January 1, 2010


Signature of a member or authorized representative of a member

DAVID B DICKENSON, REGISTERED AGENT
Typed or printed name of signee

AMENDED
ARTICLES OF ORGANIZATION
OF
TREE SPIRIT, LLC

The undersigned, for the purpose of forming a limited liability company under Chapter 608, Florida Limited Liability Company Act, hereby adopt the following Articles of Organization.

ARTICLE I
NAME

The name of the limited liability company shall be:

TREE SPIRIT, LLC

ARTICLE II
DURATION

This period of the company's duration is thirty (30) years from the date of the filing of these Articles.

ARTICLE III
PURPOSE

This limited liability company is organized for any lawful purpose including owning real property.

ARTICLE IV
ADDRESS

The address of the limited company's place of business is:

1437 South Boulder, Suite 770
Tulsa, OK 74119

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is:

DAVID B. DICKENSON, ESQUIRE
980 North Federal Highway, Suite 410
Boca Raton, Florida 33432

ARTICLE VI
CASH AND PROPERTY CONTRIBUTED

The amount of cash and the property at its agreed value is as follows:

Cash:	\$ 10,000.00
Real property:	\$1,350,000.00
Nursery Stock:	\$1,158,770.00

ARTICLE VII
ADDITIONAL CONTRIBUTIONS

There are no additional contributions agreed to be made by the members.

ARTICLE VIII
ADDITIONAL MEMBERS

Additional Persons may be admitted to the Company as Members, and Interests may be created and issued to those Persons and to existing Members, on a Required Vote of the Members, on the terms and conditions determined by a Required Vote of the Members at the time of admission.

ARTICLE IX
CONTINUING BUSINESS

The member shall have the right 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,

upon the unanimous approval of the remaining members, with the terminating member's interest having no vote unless approved for voting membership by the voting members.

ARTICLE X
MEMBERSHIP AND PERCENTAGE OF INTEREST IN THE COMPANY

The next profits and losses of the company shall be shared among all members in proportion to their percentages of interest in the capital of the company.

The interest of each member in the capital of the company shall be as follows:

MARY JANE TRITSCH 50%

ROBERT C. TRITSCH 50%

ARTICLE XI
MANAGEMENT

The management is reserved to the members and **R. H. HARBAUGH** and **JOYCE WOLFE**, the names and addresses of whom are as follows:

MARY JANE TRITSCH
3 Lexington Circle
Terrace Park, Ohio 45174

ROBERT C. TRITSCH
3 Lexington Circle
Terrace Park, Ohio 45174

R. H. HARBAUGH
1437 South Boulder, Suite 770
Tulsa, OK 74119

JOYCE WOLFE
1437 South Boulder, Suite 770
Tulsa, OK 74119

ARTICLE XII
OTHER PROVISIONS FOR REGULATION OF INTERNAL AFFAIRS

Other provisions shall be as set forth in the previous Articles of Partnership and other written agreements of the members except as they may conflict with these Articles of Organization, it being the intent of the members to operate as a limited liability company.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this 28 day of December, 2009.

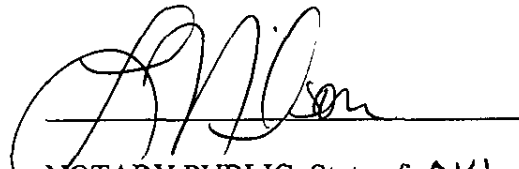

MARY JANE TRITSCH

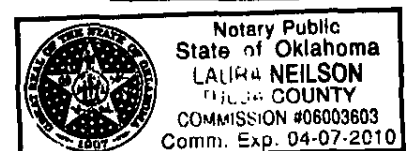

ROBERT C. TRITSCH

STATE OF Oklahoma
COUNTY OF Tulsa

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared **MARY JANE TRITSCH** and **ROBERT C. TRITSCH**, known to me to be the persons who executed the foregoing Articles of Organization, and they acknowledged before me that they executed those Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 28 day of December, 2009.


NOTARY PUBLIC, State of Oklahoma



[SEAL]

Laura Neilson
Printed Name of Notary/Serial Number

My Commission Expires: 4/7/2010

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited company is: **TREE SPIRIT, LLC**
2. The name and address of the registered agent and office is:

DAVID B. DICKENSON, ESQUIRE
980 North Federal Highway, Suite 410
Boca Raton, Florida 33432

Dated this 28 day of December, 2009.


MARY JANE TRITSCH


ROBERT C. TRITSCH

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated limited 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 4th day of January, 2010.


DAVID B. DICKENSON

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared **DAVID B. DICKENSON**, known to me to be the person who executed the foregoing Acceptance of Registered Agent, and he acknowledged before me that he executed said Acceptance.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 4th day of January, 2010.

NOTARY PUBLIC

Cindy Schaeffer
Signature of Notary

CINDY SCHAEFFER
Printed Name of Notary
State of Florida at Large
My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
Cindy Schaeffer
Commission #DD888550
Expires: JULY 10, 2013
BONDED THRU ATLANTIC BONDING CO., INC.