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COVER LETTER

TO: Registration Section Division of Corporations	
SUBJECT: Atlantic TNG, LLC	
Name of Limited Liability Company	
The enclosed Articles of Organization and fee(s) are submitted for filing.	
Please return all correspondence concerning this matter to the following:	
F. Steven Herb, Esquire Name of Person	
NELSON HESSE, LLP	
Firm/Company	
2070 Ringling Boulevard	
Address	
Sarasota, FL 34237 City/State and Zip Code	
sherb@nelsonhesse.com	
E-mail address: (to be used for future annual report notification) For further information concerning this matter, please call:	
F. Steven Herb, Esq. at (941) 366-7550	
Name of Person Area Code & Daytime Telephone Number	
Enclosed is a check for the following amount:	
✓\$125.00 Filing Fee ✓\$130.00 Filing Fee & S155.00 Filing Fee & Certificate of Status Certificate of Status Certified Copy (additional copy is enclosed) Certified Copy (additional copy is enclosed)	
Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 Clifton Building Tallahassee, FL 32301 Clifton Building Tallahassee, FL 32301	estimen estimen for the state of the state

<u>ARTICLES OF ORGANIZATION OF</u> <u>ATLANTIC TNG, LLC</u>

These Articles of Organization are for the purpose of establishing 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. The following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be Atlantic TNG, LLC, and its principal office shall be located at 1701 Myrtle Street, in the City of Sarasota, County of Sarasota, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II. PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

- 1. To be a Women's Business Enterprise, owned, managed and controlled at least fifty-one (51%) percent by women or a woman.
 - 2. To engage in any activity or business authorized under the Florida Statutes.
- 3. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Afticles to the same extent as a natural person might or could do.
- 4. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is

authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

- 5. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
- 6. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
- 7. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III. EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV. MANAGEMENT

This limited liability company shall be managed by a single manager. The name and address of the person who shall serve [until the first annual meeting of members/until their successors are elected and qualified] is as follows:

Megan Ditcher 1701 Myrtle Street Sarasota, FL 34234

ARTICLE V. MEMBERSHIP RESTRICTIONS

Not less than fifty-one (51%) percent of the membership interest shall be owned by women.

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with the written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited

liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI. **DURATION**

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1701 Myrtle Street, City of Sarasota, County of Sarasota, State of Florida, and the name of the company's initial registered agent at that address is Megan Ditcher.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Atlantic TNG, LLC.

Executed by the undersigned at Sarasota, Florida, on (167. 14, 2010.

1701 Myrtle Street Sarasota, FL 34234