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(Address)

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(City/State/Zip/Phone #)

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(Document Number)

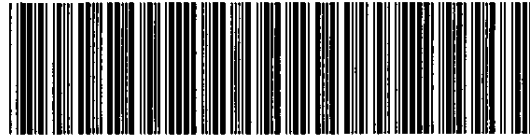
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUN 17 2015

T. BROWN

**JEFFERY D. HATCHER**  
*Lawyer*

300 S. Commerce Street • P.O. Box 189 • Geneva, Alabama 36340  
334-684-8524 • Fax: 334-684-8520  
jdhlaw2002@gmail.com

OF COUNSEL:  
Toni R. Kinner  
Licensed in AL and FL

May 22, 2015

Department of State  
New Filing Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**RE: Tri-State Auctions, LLC**

Dear Sir or Madam,

Please find enclosed the original and a copy of the Articles of Organization of the above referenced company for filing. Also, enclosed is a check in the amount of \$160.00 for payment of the filing fee, a certified copy, and a certificate of status. Please return these to me at the above listed address as soon as possible. Thank you for your assistance in this matter.

Sincerely,

*Toni R. Kinner*

Toni R. Kinner

Enclosures

**JEFFERY D. HATCHER**  
*Lawyer*

300 S. Commerce Street • P.O. Box 189 • Geneva, Alabama 36340  
334-684-8524 • Fax: 334-684-8520  
jdhlaw2002@gmail.com

OF COUNSEL:  
Toni R. Kinner  
Licensed in AL and FL

June 9, 2015

Department of State  
New Filing Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**RE: Tri-State Auctions, LLC**

Dear Sir or Madam,

Please find enclosed the corrected original and a copy of the Articles of Organization of the above referenced company for filing. The changes per your instructions have been made and a copy of that letter is enclosed as well. A check in the amount of \$160.00 for payment of the filing fee, a certified copy, and a certificate of status was previously submitted.

Sincerely,

*Toni R. Kinner*  
Toni R. Kinner

Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 1, 2015

TONI R. KINNER  
JEFFREY D. HATCHER, LAWYER  
PO BOX 189  
GENEVA, AL 36340

SUBJECT: TRI-STAR AUCTIONS, LLC  
Ref. Number: W15000038310

We have received your document for TRI-STAR AUCTIONS, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

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) 245-6051.

Teresa Brown  
Regulatory Specialist II

Letter Number: 315A00011380

**ARTICLES OF ORGANIZATION**  
**OF**  
**TRI-STATE AUCTIONS, LLC**  
**(A FLORIDA PROFIT LIMITED LIABILITY COMPANY)**

**May 20, 2015**

**TONI R. KINNER, ESQ.,**  
**300 SOUTH COMMERCE STREET**  
**POST OFFICE BOX 189**  
**GENEVA, ALABAMA 36340**

**ARTICLES OF ORGANIZATION  
OF  
TRI-STATE AUCTIONS, LLC**

**FILED**  
15 JUN 16 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, in order to form a for profit company and pursuant to Chapter 689 Florida Statutes, hereby adopt the following Limited Liability Company Articles of Organization:

**ARTICLE I  
Name and Principal Office**

The name of the limited liability company is **Tri-State Auctions, LLC** (the "Company"). The principal office and mailing address shall be located at: **4971 County Highway 181 East, Westville, Florida 32464.**

**ARTICLE II  
Duration**

The Company shall have a perpetual duration.

**ARTICLE III  
Purpose**

The purposes for which the Company is formed is for providing auction services for equipment, estates, livestock, automobiles, and for all other related products and services of that type (whether for private or government entities) and to engage in any other lawful act or activity for which the limited liability company may be organized pursuant to the law.

**ARTICLE IV  
Registered Office: Registered Agent**

The location and mailing address of the initial registered office of the Company shall be **4971 County Highway 181 East, Westville, Florida 32464**, and the name of its registered agent at such address shall be **Henry David Alford**.

**ARTICLE V**  
**Initial Members**

The name and mailing address of the initial members are:

<b>Charles Shon Edwards</b>	<b>30043 Edwards Road Floral, Alabama 36442</b>	<b>33 1/3% Ownership</b>
<b>Cole E. Dunn</b>	<b>30851 Smyrna Road Floral, Alabama 36442</b>	<b>33 1/3% Ownership</b>
<b>Henry David Alford</b>	<b>4971 County Highway 181 East Westville, Florida 32464</b>	<b>33 1/3% Ownership</b>

**ARTICLE VI**  
**Admission of Additional Members**

Upon the unanimous written consent of the members, the managers of the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operation Agreement.

**ARTICLE VII**  
**Cessation of Membership**

The cessation of membership of one or more members of the Company will not result in the dissolution of the Company unless all members cease to be members of the Company. Further no member may convey his or her interest in the company, without first entitling any remaining member said conveyance.


**ARTICLE VIII**  
**Manager and License Holder**

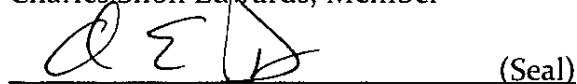
The name and mailing address of the manager of the Company, and who shall serve until a successor is elected by a majority vote of the members is: **Charles Shon Edwards**.


**ARTICLE IX**  
**Authority to Manage Accounts, Loans and Notes**

That all checking, savings and depository accounts of the Company shall require the signature of all members set forth herein. Further, all loans, notes and mortgages binding the Company to any obligation shall require the signature of all members set forth herein.


I hereby execute this document on this the 20<sup>th</sup> day of May, 2015, and submit it and affirm under the penalties of perjury that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided in Florida Statute 817.155.

 (Seal)  
Charles Shon Edwards, Member

 (Seal)  
Cole E. Dunn, Member

 (Seal)  
Henry David Alfred, Member  
AlFord


I hereby execute this document on this the 20<sup>th</sup> day of May, 2015, and 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 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 as provided for in Chapter 605, Florida Statutes.

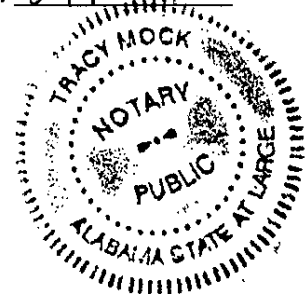
 (Seal)  
Henry David Alfred, Member  
AlFord

STATE OF ALABAMA     )  
COUNTY OF GENEVA    )

I, the undersigned, a Notary Public, in and for such county, in said state, hereby certify that **Charles Shon Edwards**, whose name is signed to the foregoing Articles of Organization and who is made known to me, acknowledged before me on this day, that, being informed of the contents of such Articles of Organization, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 20<sup>th</sup> day of May, 2015.

  
Notary Public  
My Commission Expires: 3-19-18





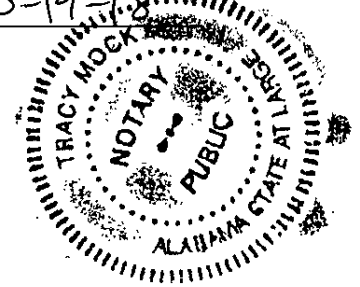
STATE OF ALABAMA     )  
COUNTY OF GENEVA    )

I, the undersigned, a Notary Public, in and for such county, in said state, hereby certify that **Cole E. Dunn**, whose name is signed to the foregoing Articles of Organization and who is made known to me, acknowledged before me on this day, that, being informed of the contents of such Articles of Organization, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 20<sup>th</sup> day of May, 2015.

Tracy Mock  
Notary Public

My Commission Expires: 3-19-18



STATE OF ALABAMA     )  
COUNTY OF GENEVA    )

I, the undersigned, a Notary Public, in and for such county, in said state, hereby certify that **Henry David Alfred**, whose name is signed to the foregoing Articles of Organization and who is made known to me, acknowledged before me on this day, that, being informed of the contents of such Articles of Organization, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 20<sup>th</sup> day of May, 2015.

Tracy Mock  
Notary Public

My Commission Expires: 3-19-18

