

7 9500000454



1116-D Thomasville Road
Mount Vernon Square
Tallahassee, Florida 32303
(904) 222-2666
(904) 222-1666 (Fax)
(800) 969-1666

OLINDA P. BENNETT
Personal Representative

FILED
JUN 16 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LINN HOLDINGS, L.C.
(Corporation Name) (Document #)
 2. CONSERVATIVE FINANCIAL INVESTOR, L.C.
(Corporation Name) (Document #)
 3. MAX DISCOUNT, L.C.
(Corporation Name) (Document #)
 4. _____
(Corporation Name) (Document #)
- ☒ We'll in ☒ Pick up time ☒ Photocopy ☐ Certificate of Status
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status
- 700001519797
 -06/21/95--111095--003
 ****750.00 ****180.00
- 700001519797
 -06/21/95--01095--004
 ****105.00 ****105.00

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

D. BROWN JUN 16 1995

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
THE CONSERVATIVE FINANCIAL INVESTOR, L.C.

95 JUN 16 PM 1:23
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida do set forth the following:

1. Name.

The name of the limited liability company ("Limited Liability Company") is:
THE CONSERVATIVE FINANCIAL INVESTOR, L.C.

2. Period of Duration.

The period of duration of the Limited Liability Company shall be from date of filing until the first to occur of the following:

- a. Twenty (20) years from the date of filing of these Articles of Organization with the Department of State, or
- b. Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act.

3. Purpose.

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida and to engage in broker/dealer services under the requirements of the Federal Securities Exchange Commission and Securities Exchange Act of 1934, as amended and the Florida Securities and

Investor Protection Act. The Limited Liability Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address of Place of Business.

The address of the place of business in Florida for the Limited Liability Company is:

7228 3rd Avenue South
St. Petersburg, FL 33707

5. Registered Agent.

The name and address of the initial registered agent in Florida for the Limited Liability Company is:

Max P. Linn
7228 3rd Avenue South
St. Petersburg, FL 33707

6. Capital Contributions.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Limited Liability Company is as follows: One Hundred Thousand (\$100,000.00) Dollars in cash and no other property is being contributed to the Limited Liability Company.

7. Additional Contributions.

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events of happening of which, that shall be made, are as follows: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the Limited Liability Company.

8. Additional Members.

Members may admit additional members in accordance with the regulations as set out in the Limited Liability Company operating agreement.

9. Continuity of Business.

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of member or upon the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is obtained the consent of all the remaining members of the Limited Liability Company.

10. Management.

The Limited Liability Company is to be managed by an Operations Manager. The name and address of such manager who is to serve as manager until the first annual meeting of members or until their successors are elected and qualified are as follows:

Max P. Linn
7228 3rd Avenue South
St. Petersburg, FL 33707

The election annually by the members of THE CONSERVATIVE FINANCIAL INVESTOR, L.C., of the Operations Manager of the Limited Liability Company shall be in accordance with the regulations as set out in the Limited Liability Company operating agreement.

11. Regulations of the Company.

The power to adopt, alter, amend or repeal the regulations of the Limited

Liability Company shall be vested in the Operations Manager of the Company, subject to the provisions of Florida Statute 608.423.

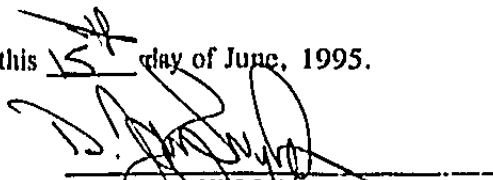
Executed at St. Petersburg, Florida on June 15th, 1995.


MAX P. LINN, Operations Manager

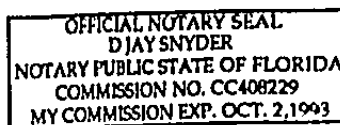
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared MAX P. LINN, to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of June, 1995.


NOTARY PUBLIC
My Commission Expires:

(SEAL)



AFFIDAVIT OF AUTHORIZED
REPRESENTATIVE OF MEMBERS
MAX P. LINN
THE CONSERVATIVE FINANCIAL INVESTOR, L.C.

BEFORE ME, the undersigned authority, personally appeared MAX P. LINN, who upon being duly sworn, deposes and says as follows:

1. I am a resident of St. Petersburg, Florida, am over 21 years of age, and have personal knowledge of the facts stated in this Affidavit.
2. THE CONSERVATIVE FINANCIAL INVESTOR, L.C., a Florida limited liability company, ("Limited Liability Company") to be formed in accordance with FL. STAT. ann. § 608.401 *et seq.*
3. I will be a member of the Limited Liability Company upon formation of the Limited Liability Company.
4. The Limited Liability Company will have 2 or more members upon its formation.
5. The total amount of cash and a description of the agreed value of property other than cash contributed to the Limited Liability Company is as follows: One Hundred Thousand (\$100,000.00) Dollars in cash and no other property is being contributed to the Limited Liability Company as of the date of this affidavit.

FURTHER AFFIANT SAYETH NOT.



MAX P. LINN, Member

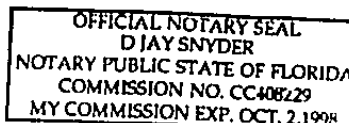
STATE OF FLORIDA)
COUNTY OF PINELLAS)

THE FOREGOING instrument was acknowledged before me this 15th day of June, 1995, by MAX P. LINN, who is personally known to me, and who did take an oath.

(SEAL)



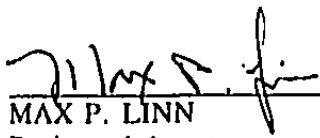
NOTARY PUBLIC
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of THE CONSERVATIVE FINANCIAL INVESTOR, L.C., the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by THE CONSERVATIVE FINANCIAL INVESTOR, L.C.

Executed this 5th day of June, 1995.


MAX P. LINN
Registered Agent

FILED
95 JUN 16 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L.C.

THE CONSERVATIVE FINANCIAL INVESTOR,

By:


MAX P. LINN,
General Manager

L9500000454

(Requestor's Name) CORPORATE ACCESS, INC.
1116-D THOMASVILLE RD.
(Address) TALLAHASSEE, FL 32303
(904) 222-2666 Atlanta
(City, State, Zip) (Phone #)

600001610266
-10/13/95--01031--010
*****35.00 *****35.00

OFFICE USE ONLY

FILED
95 OCT 13 PM 1:38
SECRET
STATE

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. The Conservative Financial Investor, L.C.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 10/13/95

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NC
10/13

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

October 13, 1995

CORPORATE ACCESS, INC.
1116-D THOMASVILLE ROAD
TALLAHASSEE, FL 32303

SUBJECT: THE CONSERVATIVE FINANCIAL INVESTOR, L.C.
Ref. Number: L95000000454

We have received your document for THE CONSERVATIVE FINANCIAL INVESTOR, L.C. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A LIMITED LIABILITY MAY NOT CONVERT TO A CORPORATION BY SIMPLY CHANGING THE SUFFIX. THE LIMITED LIABILITY MUST DISSOLVE AND THEN FILE A NEW CORPORATION.

We are enclosing the proper form(s) with instructions for your convenience.

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: (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 795A00046358

Corrected
Thanks
K.G.

ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION
OF

THE CONSERVATIVE FINANCIAL INVESTOR, L.C.

The following provisions of the Articles of Organization of The Conservative Financial Investor, L.C., a Florida Limited Liability Company, is hereby amended in accordance with Florida Statutes Chapter 608 to read as follows:

Article I, Name of the Articles of Organization is hereby deleted and the following is substituted therefore:

ARTICLE I

NAME

The name of the Corporation is The Conservative Financial Advisor, L.C.

This Amendment to the Articles of Organization has been adopted by the Limited Liability Company the 5th day of October, 1995.

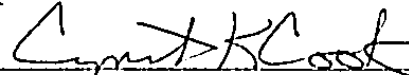
The foregoing Amendment has been adopted by the Limited Liability Company's Operations Manager and by unanimous consent of the Members of the Limited Liability Company on the 5th day of October, 1995, and that the number of votes cast for the Amendment by the Members was sufficient for approval for the matter set forth herein.

IN WITNESS WHEREOF, the undersigned Operations Manager of the Limited Liability Company has executed these Articles of Amendment this 5th day of October, 1995.


MAX P. LINN, Operations Manager

STATE OF FLORIDA)
:
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 5 day of OCT, 1995, by MAX P. LINN, who is personally known to me or who has produced FL DL L500 555 59 3330 as identification.


NOTARY PUBLIC, State of Florida
Print Name:
My Commission Expires:



L95000000454

CORPORATE ACCESS, INC.
Requestor's Name
1116 D THOMASVILLE RD
TALLAHASSEE, FL 32303
(904) 222 2666

Address

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. The Conservative Financial Advisor, L.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time

11/30 11:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
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<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

700001645057
-11/27/95--01023--016
*****52.50 *****52.50

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W. HENDRICKS NOV 20 1995

ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION
OF

THE CONSERVATIVE FINANCIAL ADVISOR, L.C.,

which was filed with the Secretary of State on June 16, 1995.

The following provisions of the Articles of Organization of The Conservative Financial Advisor, L.C., a Florida Limited Liability Company, is hereby amended in accordance with Florida Statutes Chapter 608 to read as follows:

Article 1, Name of the Articles of Organization is hereby deleted and the following is substituted therefore:

ARTICLE 1

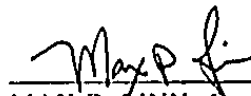
NAME

The name of the Corporation is Linn and Associates, L.C.

This Amendment to the Articles of Organization has been adopted by the Limited Liability Company the 16 day of November, 1995.

The foregoing Amendment has been adopted by the Limited Liability Company's Operations Manager and by unanimous consent of the Members of the Limited Liability Company on the 16 day of November, 1995, and that the number of votes cast for the Amendment by the Members was sufficient for approval for the matter set forth herein.

IN WITNESS WHEREOF, the undersigned Operations Manager of the Limited Liability Company has executed these Articles of Amendment this ____ day of November, 1995.



MAX P. LINN, Operations Manager

STATE OF FLORIDA)
 §
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 16th day of November, 1995, by MAX P. LINN, who is personally known to me or who has produced FL DRIVERS LICENSE as identification.



NOTARY PUBLIC, State of Florida

Print Name:


My Commission Expires:



HELEN D. BUTLER
COMMISSION # 403460
EXPIRES AUG 28, 1998

FILE NOW: Fee after May 1, will be \$263.75

ATLANTA

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996		 FLORIDA DEPARTMENT OF STATE Sandra H. Morham Secretary of State DIVISION OF CORPORATIONS	
FILING FEE \$ 238.75		Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
1. Name and Mailing Address of Limited Liability Company LINN AND ASSOCIATES, L.C. 7228 3RD AVENUE, SOUTH ST. PETERSBURG FL 33707		DOCUMENT #L95000000454	
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country	
3. Date Organized or Qualified 06/16/1995		3a. State of Formation FL	
4. FEI Number 59-3326209		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report		6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent LINN, MAX P 7228 3RD AVENUE, SOUTH ST. PETERSBURG FL 33707		8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) 70000181225 Suite, Apt. #, etc. -05/07/96--01166--021 City ***791.25 ***263.75 Zip Code FL	
9. Pursuant to the provisions of Sections 608 416 and 608 508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.			
SIGNATURE _____ DATE _____ (Registered Agent Accepting Appointment) (If FEI, Registered Agent's signature required when registering)			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	LINN, MAX P	7228 3RD AVENUE, SOUTH	ST. PETERSBURG FL
11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119 07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.			
SIGNATURE: <u>MAX P. LINN</u>		4-30-96 813-381-7500	