

TCC

THE COMPANY CORPORATION  
150 North Market Street  
Birmingham, AL 35203-1151  
Phone: 205-257-1151  
Fax: 205-257-1151  
E-Mail: info@tcc.com  
www.tcc.com

February 13, 1998

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Smart Partners International, LLC  
P2104294 NEM

600002437686-9  
-02/23/98-01075-002  
\*\*\*\*285.00 \*\*\*\*285.00

Dear Sir or Madam:

Enclosed please find Certificate of Formation (and related documents, if appropriate) and our check in the amount of \$285.00 for Smart Partners International, LLC

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440 ext. 7003, with questions regarding the enclosed application.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 FEB 23 AM 10:48

Sincerely,

Beverly L. Lane

Beverly L. Lane  
Non-Delaware Filings

enc.

L98-232

Name Availability	OK
Document Examiner	OK
Updater	OK
Update Verifier	OK
Acknowledgment	OK
W. P. Verity	OK

ARTICLES OF ORGANIZATION  
FOR  
FLORIDA LIMITED LIABILITY COMPANY

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DIVISION OF CORPORATIONS  
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ARTICLE I.

The name of the Limited Liability Company is:

Smart Partners International, LLC

ARTICLE II.

The mailing address and physical street address of the principal office of the Limited Liability Company is:

9455 Baltimore National Pike Ellicott City MD 21042

ARTICLE III.

The period of duration (number of years) of the Limited Liability Company shall be:

28 years

ARTICLE IV.  
(choose one)



The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

OR



The Limited Liability Company is to be managed by member(s) and the name(s) and address(es) of the managing member(s) is/are:

John Tyman      8990 Bay Colony Dr. #202  
Naples, FL 34108

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#### ARTICLE V.

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

By majority vote

#### ARTICLE VI.

The right, if given, of the remaining members of the Limited Liability Company 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 shall be:

Granted by majority vote to continue the business

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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The undersigned member and authorized representative of a member of  
Smart Partners International, LLC deposes and says:

- 1) The above named Limited Liability Company has at least two members.
- 2) The total amount of cash contributed by the member(s) is \$ 100.
- 3) If any, the agreed value of property, other than cash contributed by the member(s) is \$ 0. Provide an itemized description on a separate sheet.
- 4) The total amount of cash or property anticipated to be contributed by the member(s) is \$ 100. The total includes amount from #2 and #3 above.



Signature of a member or authorized representative of a member.

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

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON PROCESS MAY BE SERVED.

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In compliance with Section 43.091, Florida Statutes, the following is  
submitted:

First, this Smart Partners International, LLC  
desiring to organize under the laws of the State of Florida with its principal  
place of business located in the city of Naples, State of  
Florida, has named Larry Wolfe located at  
200-A John Knox Road Tallahassee, FL 32303  
as its agent for service of  
process within Florida.

Having been named to accept service of process for the above stated  
corporation, at the place designated in this Certificate, I hereby agree to act  
in this capacity, and I further agree to comply with the provisions of all  
statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_

2/10/98  
Date