

L98000000474

TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

April 9, 1998

Via Federal Express

Department of State
Division of Corporations
Attn: New Filing Section
409 East Gaines Street
Tallahassee, Florida 32399

FILED
98 APR 14 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****346.25 ****346.25

Re: Thaxter Ventures, L.C.
(Proposed limited liability company name - must include suffix)

CM

Enclosed is an original and (1) copy of the articles of organization and a check for:

X \$346.25 For Filing Fee, registered agent designation, Certified Copy and Certificate

From: Robert D. Jacobs
7700 Bonhomme, 7th Floor
St. Louis, Missouri 63105
(314) 727-0101 telephone
(314) 727-6458 facsimile

NOTE: Please provide the original and one copy of articles.

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is: Thaxter Ventures, L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
19616 Gulf Blvd., Unit 501, Indian Shores, Florida 33785.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall continue until April 1, 2048, unless sooner terminated pursuant to statute or any provision of the Regulations, or unless extended pursuant to the mutual agreement of the Members of the Limited Liability Company.

ARTICLE IV - Management:

(check and complete the appropriate statement)

☐ 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:

N/A

☒ The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Larry James
19616 Gulf Blvd., Unit 501
Indian Shores, Florida 33785

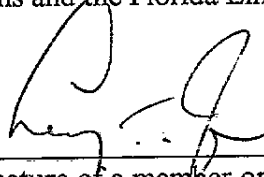
ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be set forth in the Regulations for the Limited Liability Company.

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ARTICLE VI - Members Rights to Continue Business:

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 as follows: the business of the Company may be continued with the consent of all of the remaining Members of the Limited Liability Company within thirty (30) days of the Members' receipt of knowledge of such event, and in the case of such vote, the Limited Liability Company shall be deemed reconstituted and not dissolved and shall remain in effect under all the terms and conditions of the Regulations and the Florida Limited Liability Company Act.



Signature of a member or authorized
representative of a member

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Thaxter Ventures, L.C. 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 \$100.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00

A description of the property is attached and made a part hereto.

- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 0.00
- 5) the total amount of 2, 3, and 4 is \$100.00



Signature of a member or authorized representative of a member

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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 OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICER/REGISTERED AGENT, IN THE STATE OF FLORIDA.

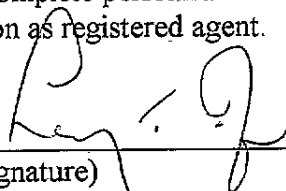
1. The name of the limited liability company is: Thaxter Ventures, L.C.
2. The name and address of the registered agent and office is:

Larry James
19616 Gulf Blvd., Unit 501
Indian Shores, Florida 33785

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Having been named as registered agent and to accept service of process for the above stated limited liability 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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

4-10-98
(Date)


(Signature)

FILING FEE: \$35 for Designation of Registered Agent