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ATTORNEYS AT LAW

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August 20, 1998

00544  
00789-01115-00671

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

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\*\*\*\*337.50 \*\*\*\*337.50

RE: TC, L.C.

This letter will indicate our intent to file the Articles of Organization on behalf of TC, L.C. to form a limited liability company. In this regard, please find enclosed the following:

1. The original and one copy of the Articles of Organization of TC, L.C.
2. A check made payable to the Department of State in the amount of \$337.50 according to the applicable fee schedule.
  - a. \$250.00 for filing fee
  - b. \$35.00 for Designation of Registered Agent fee
  - c. \$52.50 for certified copy fee

The address where filing acknowledgment, certified copies and related documents should be sent is:

Martin A. Bubley  
Bubley & Bubley, P.A.  
3820 Northdale Blvd.  
Suite 312 B  
Tampa, Florida 33624

Thank you in advance for your anticipated cooperation.

Very truly yours,

BUBLEY & BUBLEY, P.A.

*Mart A. Bubley*  
MARTIN A. BUBLEY

MAB/lar  
Enclosures

1998-P488

Name	MAB
Availability	MAB
Document Examiner	MAB
Updater	MAB
Updater Verifier	MAB
Acknowledgement	MAB
W. R. Verifier	MAB

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 26, 1998

MARTIN A. BUBLEY  
BUBLEY & BUBLEY, P.A.  
3820 NORTHDAL BLVD., SUITE 312  
TAMPA, FL 33624

SUBJECT: TC, L.C.  
Ref. Number: W98000019488

We have received your document for TC, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 398A00044197

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## ARTICLES OF ORGANIZATION

OF

TURBOCOM, L.L.C.

The undersigned organizer hereby executes and acknowledges these Articles of Organization for the purpose of forming a limited liability company under and by virtue of the laws of the State of Florida as contained in the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

### ARTICLE I - NAME

The name of this limited liability company shall be **TURBOCOM, L.L.C.**  
This limited liability company shall hereinafter be referred to as the "Company".

### ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Company shall be **13508 Greentree Drive, Tampa, Florida 33613**. The mailing address of the Company shall be **13508 Greentree Drive, Tampa, Florida 33613**. The Company may relocate its principal office and place of business at any other place as the members may from time to time deem advisable.

### ARTICLE III - DURATION

The existence of the Company shall be for a **duration of fifty (50) years** commencing from the date of filing of these Articles of Organization with the Department of State, for the State of Florida, unless the Company is earlier dissolved in accordance with either the provisions of the Operating Agreement or the Florida Limited Liability Company Act.

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#### ARTICLE IV - BUSINESS, PURPOSE AND POWERS

The general nature of the business to be transacted by the Company, or the objects or purposes of the Company, shall be as follows:

- (a) to engage in, conduct and carry on the business of **marketing of consumer services, and related services**, and to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and
- (b) in general, to engage in and transact any and all lawful business, acts or activities for which limited liability companies may be organized according to the laws of the State of Florida.

The Company may exercise all powers, rights and privileges conferred on limited liability companies pursuant to the laws of the State of Florida.

#### ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Company shall be located at **13508 Greentree Drive, Tampa, Florida 33613**. The name of the initial registered agent of the Company at such office shall be **JOSEPH M. KLIEBER**. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law. The Consent to Appointment of the Registered Agent is included with these Articles of Organization.

#### ARTICLE VI - CAPITALIZATION

The capital contributions of the members shall be in the form of cash and have an agreed value of **One Thousand Dollars (\$1,000.00)**, as supported by the attached *Affidavit of Membership and Contributions*.

## ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS OF MEMBERS

Additional contributions will be made at such times and in such amounts as may be agreed by the Company and/or the members as provided in the Operating Agreement of the Company.

## ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

The members reserve the right to admit additional members at such times and on such terms and conditions as all members may unanimously agree as provided in the Operating Agreement of the Company.

## ARTICLE IX - CONTINUITY

The members will have the right to continue the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in the Company, as long as there are at least two remaining members, and the remaining members agree to continue the Company as set forth in the Operating Agreement of the Company.

## ARTICLE X - MANAGEMENT

The business of the Company will be conducted **under the exclusive management of its members** who will vote according to their proportionate interest in the Company and shall have exclusive authority to act for the Company in all matters. The names and addresses of the managing members of the Company are as follows:

JOSEPH M. KLIEBER  
13508 Greentree Drive  
Tampa, Florida 33613

MICHAEL MEADE  
3611 NE 5th Avenue  
Ft. Lauderdale, Florida 33334

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## ARTICLE XI - OPERATING AGREEMENT

The Operating Agreement of the Company will be executed by each member of the Company and will set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with law or these Articles of Organization. The Operating Agreement may be amended from time to time by the members of the Company.

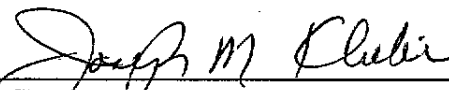
## ARTICLE XII - AMENDMENT OF ARTICLES OF INCORPORATION

The Company reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members of the Company herein are subject to this reservation

## ACKNOWLEDGMENT

IN WITNESS WHEREOF, I, the undersigned organizer of TURBOCOM, L.L.C., acknowledge that I am a member of the Company, and I have caused to be prepared and have signed the foregoing Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida, and that the statements contained therein are, to the best of my knowledge and belief, true, correct and complete.

DATED this 1<sup>st</sup> day of September, 1998.

  
\_\_\_\_\_  
JOSEPH M. KLIEBER  
Member and Organizer

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CONSENT TO APPOINTMENT  
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

**TURBOCOM, L.L.C.**

2. The name and address of the registered agent and office are:

**JOSEPH M. KLIEBER**  
**13508 Greentree Drive**  
**Tampa, Florida 33613**

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.

SIGNATURE

  
JOSEPH KLIEBER

DATE

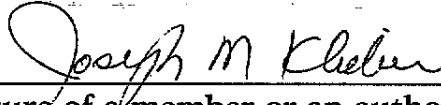
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
FOR TURBOCOM, L.L.C.**

The undersigned member of **TURBOCOM, L.L.C.** certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$1,000.00;
- 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.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$1,000.00.



**Signature of a member or an 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.)

JOSEPH KLIEBER, Member

Typed or printed name of signee

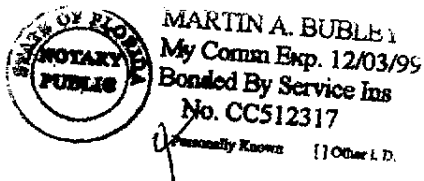
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STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

THIS IS TO CERTIFY that on this date the 1<sup>st</sup> day of SEPTEMBER, 1998, before me, a notary public, personally appeared **JOSEPH M. KLIEBER**, who I am satisfied is the person named as organizer and executor of the foregoing Articles of Organization, or has provided N/A as identification, and who by his respective signature in my presence has acknowledged the same as his voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on the date given above.



Mart A. Bubley  
Notary Public

This instrument prepared by:

BUBLEY & BUBLEY, P.A.  
Northdale Executive Center  
3820 Northdale Blvd.  
Suite 312 B  
Tampa, Florida 33624  
(813) 963-7735

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