

# L98000003021

CONNIE H. SHIVERS, CLS  
HOLLAND & KNIGHT 425-5657

Requestor's Name	
315 SOUTH CALHOUN STREET	
Address	
Tallahassee, Florida 32301	
City/State/Zip	Phone #
	224-7000

Office Use Only

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

1. Houghton Capital Partners LLC  
(Corporation Name) (Document #)
2. 00789-00524-00671  
(Corporation Name) (Document #)
3. PROP. W08-26684  
(Corporation Name) (Document #)
4. L98-3021  
(Corporation Name) (Document #)

RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
93 NOV 30 PM 1:35

☐ Walk-in ☒ Pick up time 2:00  
☐ Mail out ☐ Will wait ☐ Photocopy

Articles of Organization  
☒ Certified Copy  
☐ Certificate of Standing

RECEIVED  
DIVISION OF CORPORATIONS  
93 NOV 30 AM 10:56

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"/>	NonResident Name Availability
<input type="checkbox"/>	Name Reservation Document Exchange
<input type="checkbox"/>	Updater
<input type="checkbox"/>	U.C.'s or Verifier
<input type="checkbox"/>	Acknowledgement
<input type="checkbox"/>	U.C.'s or Verifier

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

300002697303--9  
-11/30/98--01043--005  
\*\*\*\*337.50 \*\*\*\*337.50

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 30, 1998

HOLLAND & KNIGHT  
CONNIE H. SHIVERS, CLA

*Please give original  
file date*

SUBJECT: HOUGHTON CAPITAL PARTNERS, LLC  
Ref. Number: W98000026684

We have received your document for HOUGHTON CAPITAL PARTNERS, LLC 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 affidavit must include the agreed value and a description of any property contributed by the members. If no property has been contributed, state that on the affidavit.

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: 998A00056672

*Re submitted 12/4*

RECEIVED  
98 DEC -4 AM 11:44

HOLLAND & KNIGHT  
WALK IN  
PICK UP AT 1:00

# **HOUGHTON CAPITAL PARTNERS, LLC**

## **ARTICLES OF ORGANIZATION**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

### **ARTICLE I. NAME**

The name of the limited liability company is *Houghton Capital Partners, LLC* (the "Company").

### **ARTICLE II. ADDRESS**

The Company's principal street address is:

*100 Second Avenue South, Suite 600  
St. Petersburg, Florida 33701*

The mailing address of the Company is:

*100 Second Avenue South, Suite 600  
St. Petersburg, Florida 33701*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 30 PM 1:35

### **ARTICLE III. DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Regulations, (ii) by the unanimous vote of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of all of the remaining Members of the Company pursuant to Section IX of the Regulations of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

### **ARTICLE IV. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

## **ARTICLE V. REGISTERED AGENT AND OFFICE**

The Company designates 100 Second Avenue South, St. Petersburg, Florida as the street address of the initial registered office of the Company and names Beth A. Houghton the Company's initial registered agent at that address to accept service of process within this state.

## **ARTICLE VI. ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of all of the Members of the Company in the manner set forth in the Regulations of the Company.

## **ARTICLE VII. MANAGEMENT**

The Company shall be conducted, carried on, and managed by no less than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follows:

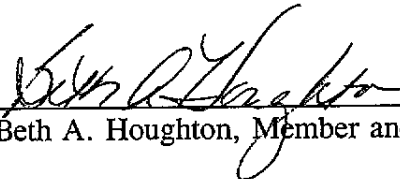
Beth A. Houghton	100 Second Avenue South
	St. Petersburg, Florida 33701

Such Manager shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

## **ARTICLE VIII. REGULATIONS**

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

25<sup>th</sup> IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this day of November, 1998.

  
Beth A. Houghton, Member and Manager

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

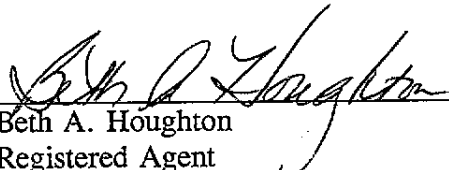
Pursuant to Chapter 48.091, Florida Statutes, or other more applicable statute, the following is submitted:

That Houghton Capital Partners, LLC, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, at 100 Second Avenue South, Suite 600, City of St. Petersburg, County of Pinellas, State of Florida 33701, has named Beth A. Houghton located at 100 Second Avenue South, Suite 600, City of St. Petersburg, County of Pinellas, State of Florida 33701, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the limited liability company named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Limited Liability Company Act, and am familiar with, and accept, the obligations of that position.

Dated: November 25, 1998

  
Beth A. Houghton  
Registered Agent

# AFFIDAVIT

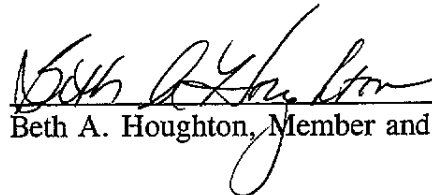
STATE OF FLORIDA

COUNTY OF PINELLAS


Beth A. Houghton, being first duly sworn, deposes and says:

1. That she is a duly authorized representative of a member of the Houghton Capital Partners, LLC, a Florida limited liability company (the "Company");
2. That the Company has at least one member;
3. That the member of the Company has contributed \$20,000.00 in cash to the capital of the Company and no other property was contributed to the Company; and
4. That the initial member and/or additional members of the Company are expected to contribute \$180,000.00 of additional capital to the Company.

And further affiant sayeth not.

  
Beth A. Houghton, Member and Manager

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of November, 1998, by Beth A. Houghton who is personally known to me and who did take an oath.

  
Notary Public--State of Florida



Dolores Dougherty  
MY COMMISSION # CC769768 EXPIRES  
August 23, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

Print Notary Name: \_\_\_\_\_  
My Commission Number is: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

STPI-234619