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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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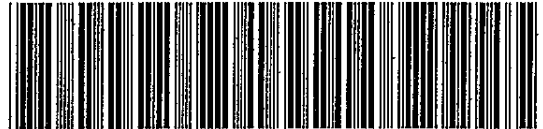
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
04 JUN 17 PM 3:49

JP



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 11, 2004

ULMER BERNE LLP
ATTN: PAULETTE TERRY
600 VINE STREET, SUITE 2800
CINCINNATI, OH 45202-2409

SUBJECT: TCA FINANCIAL, LLC
Ref. Number: W04000022636

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We have received your document for TCA FINANCIAL, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3,150.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 004A00039638

ulmer|berne|llp
ATTORNEYS

PAULETTE TERRY
PARALEGAL
direct 513.698.5108
direct fax 513.698.5109
pterry@ulmer.com

June 3, 2004

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Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

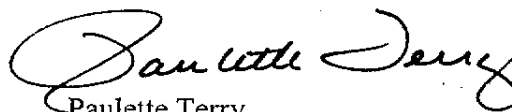
Re: TCA Financial, LLC

W04-22636

Dear Secretary:

Please find enclosed an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for the above-referenced entity. Also enclosed are a check in the amount of \$125.00 made payable to Florida Department of State and a certified copy of a Certificate of Full Force and Effect issued by the Office of the Ohio Secretary of State. If you have any questions, please do not hesitate to contact me at (513) 698-5108. Thank you for your assistance in this matter.

Sincerely,


Paulette Terry
Paralegal

:pt
Enc.

268481.1
27753.0001

600 VINE STREET, SUITE 2800
CINCINNATI, OHIO 45202-2409

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CLEVELAND

COLUMBUS

CINCINNATI

CHICAGO

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. TCA Financial, LLC
(Name of foreign limited liability company)
2. Ohio 3. 31-1732098
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 28, 2000 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. November 16, 2001 (MDI-2837)
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1 South Main Street, Suite 1430
Dayton, Ohio 45402
(Street address of principal office)

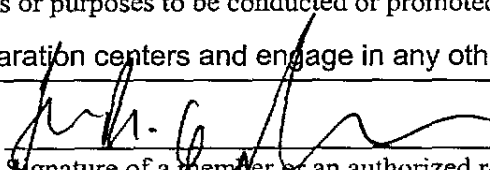
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8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:

Fesum Ogbazion, 1 South Main Street, Suite 1430, Dayton, Ohio 45402

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: to own and operate
income tax preparation centers and engage in any other lawful activity


Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Fesum Ogbazion, Manager

Typed or printed name of signer

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

TCA Financial, LLC

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

CT Corporation System

(Name)

c/o CT Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

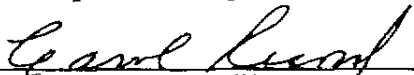
Plantation

FL 33324

(City/State/Zip)

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 as provided for in Chapter 608, F.S.

CT Corporation System



(Signature)

Carol Record, Asst. Secretary

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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**UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show TCA FINANCIAL, LLC, an Ohio Limited Liability Company, Registration No. 1177855, was organized within the State of Ohio on August 28, 2000, is currently in FULL FORCE AND EFFECT upon the records of this office.

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Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 10th day of May, A.D. 2004.

J. Kenneth Blackwell
Ohio Secretary of State