

L12000034534 ✓

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000244076450

02/04/13--01059--003 **25.00

FILED
13 FEB -4 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BOSTICK
FEB - 5 2013
EXAMINER

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: TB Oasis Group LLC
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Howard Conner
Name of Person

3829 Brampton Island Ct N
Firm/Company
Address
Jacksonville FL 32224
City/State and Zip Code
hdconner@comcast.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Howard Conner at **904 699-4624**
Name of Person Area Code & Daytime Telephone Number

FILED
13 FEB -4 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is a check for the following amount:

- \$25.00 Filing Fee
- \$30.00 Filing Fee & Certificate of Status
- \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

TB Oasis Group LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 03-06-12 and assigned Florida document number L12000034534.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

3829 Brampton Island Ct N

Jacksonville FL 32224

Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

3829 Brampton Island Ct N

Jacksonville FL 32224

FILED
13 FEB -4 PM 4:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: Howard Conner

New Registered Office Address: 3829 Brampton Island Ct N

Enter Florida street address

Jacksonville

Florida 32224

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.


Howard Conner
If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGRM	Oasis Financial Enterprises LLC	3829 Brampton Island Ct N Jacksonville FL 32224	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
MGRM	QIK MME Holdings LLC	3829 Brampton Island Ct N Jacksonville FL 32224	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
MGRM	TB Castles LLC	15925 Dover Cliffe Dr Lutz FL 33548	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
MGR	TB Castles LLC	15925 Dover Cliffe Dr Lutz FL 33548	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

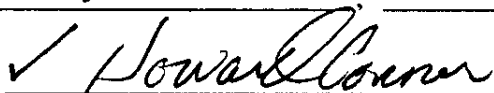
SECURED BY STATE
 TALLAHASSEE, FLORIDA
 FILED
 13 FEB - 4 PM 4:43
 Add
 Remove

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

See attached Resolution

See attached Proxies

Dated February 1 2013

✓ 

Signature of a member or authorized representative of a member

Howard Connee

Typed or printed name of signee

Page 3 of 3

Filing Fee: \$25.00

13 FEB -4 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FILED
13 FEB - 4 PM 4:43
TALLAHASSEE, FLORIDA

**TB OASIS GROUP, LLC
RESOLUTION**

Effective February 1, 2013

The undersigned, as Managing Member of TB OASIS GROUP, LLC, a Florida Limited Liability Company (the "Company") does hereby adopt the following resolution to the same extent as if adopted at an annual meeting of Members duly called and held on the date set forth above:

Based on the following findings, namely;


- (1) That William Ballinger, while acting as managing member of TB CASTLES, LLC has failed to account for rents collected or monies expended, while serving as operational managing member of TB OASIS GROUP, LLC, to the remaining members of that group's
- (2) That William Ballinger, while acting as managing member of TB CASTLES, LLC, transferred properties belonging to TB OASIS GROUP, LLC without permission of all parties of the JOINT VENTURE AGREEMENT.
- (3) That William Ballinger, while acting as managing member of TB CASTLES, LLC, fraudulently transferred property out of TB OASIS GROUP, LLC.

and therefore

BE IT RESOLVED, that William Ballinger, Philip Taylor and T.B. CASTLES, LLC are removed as operational managing member of TB OASIS GROUP, LLC, effective immediately,

BE IT FURTHER RESOLVED, that effective February 1, 2013, that neither William Ballinger, Philip Taylor, or any agent of T.B. CASTLES, LLC is qualified to collect rents and all are hereby required to remit all rents previously collected for any parcel that was under the legal title or control of TB OASIS GROUP, LLC.

IN WITNESS WHEREOF, the undersigned has executed this consent with the intention to be effective as of the date first written above.




 Howard Conner, as Managing Member QIK MME Holdings, LLC
 (formally doing business in the name of Oasis Financial Enterprises)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Sworn to and subscribed before me this February ^{1st} 2013, Howard Conner, who is personally known to me and who did take oath.





 JAYNE E. O'BRIEN
 NOTARY PUBLIC
 STATE OF FLORIDA
 My Commission expires: February 13, 2016
 Expires 2/13/2016

PROXY

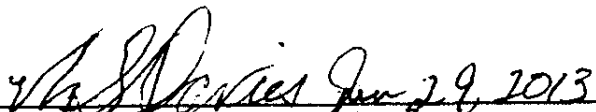
FILED
13 FEB - 4 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This proxy is solicited on behalf of the Board of Directors.

The undersigned hereby appoints HOWARD D. CONNER as the Proxy of the undersigned, with power of substitution, to vote as designated below all of the member's interest held of record by the undersigned on February 1, 2013, at the special meeting of the shareholders of TB Oasis Group, LLC, TB Portfolio, LLC and TB Assets, LLC to be held on February 1, 2013, at GALLO FARREN LAW, P.A., 1530 Bloomingdale Avenue, Vairico, Florida 33596, and any adjournments of the meeting. This voting power is given to the undersigned as a provision of the Joint Venture Agreement dated March 2, 2012 between TB Castles, LLC and Oasis Financial Enterprises, LLC

1. All issues listed in the January 4 & 15, 2013 letters from Thomas J. Gallo to William Ballinger and/or his attorney and all issues listed in the email from Howard Conner to William Ballinger dated January 9, 2013 relating to the operation of TB Oasis Group, LLC, TB Portfolio, LLC and TB Assets, LLC.
2. In his discretion, the Proxy is authorized to vote on such other business as may properly come before the meeting.

This Proxy, when properly executed, will be voted in the manner directed in this Proxy by the undersigned shareholder. Please sign exactly as name appears below. When shares are held by joint tenants, both should sign. When signing as an attorney, executor, administrator, trustee, or guardian, please give full title as such. If a corporation, please sign in full corporate name by President or other authorized officer. If a partnership, please sign in partnership name by authorized person.


Name: Mike Davies, Investor in:
QIK MME Holdings, LLC (formally Oasis Financial Enterprises, LLC)

Signature, if held jointly

PROXY

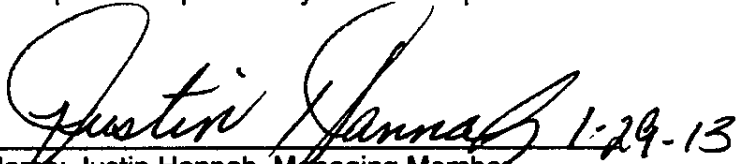
FILED
13 FEB - 4 PM 4: 4
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This proxy is solicited on behalf of the Board of Directors.

The undersigned hereby appoints HOWARD D. CONNER as the Proxy of the undersigned, with power of substitution, to vote as designated below all of the member's interest held of record by the undersigned on February 1 2013, at the special meeting of the shareholders of TB Oasis Group, LLC , TB Portfolio, LLC and TB Assets, LLC to be held on February 1 2013, at GALLO FARREN LAW, P.A., 1530 Bloomingdale Avenue, Valrico, Florida 33596, and any adjournments of the meeting.

1. All issues listed in the January 4 & 15, 2013 letters from Thomas J. Gallo to William Ballinger &/or his attorney and all issues listed in the email from Howard Conner to William Ballinger dated January 9, 2013 relating to the operation of TB Oasis Group, LLC, TB Portfolio, LLC and TB Assets, LLC.
2. In his discretion, the Proxy is authorized to vote on such other business as may properly come before the meeting.

This Proxy, when properly executed, will be voted in the manner directed in this Proxy by the undersigned shareholder. Please sign exactly as name appears below. When shares are held by joint tenants, both should sign. When signing as an attorney, executor, administrator, trustee, or guardian, please give full title as such. If a corporation, please sign in full corporate name by President or other authorized officer. If a partnership, please sign in partnership name by authorized person.



Name: Justin Hannah, Managing Member
QIK MME Holdings, LLC (formally Oasis Financial Enterprises, LLC)

Signature, if held jointly