

L98000000432

AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

CORAL GABLES, FL 33134 - (305) 445-2700

OFFICE USE ONLY

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

- 1. HYPERTUEFA WORLD, LC.  
(Corporation Name) (Document #)
- 2. \_\_\_\_\_  
(Corporation Name) (Document #)
- 3. \_\_\_\_\_  
(Corporation Name) (Document #)
- 4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk-In  Pick up time **ASAP**  Certified Copy
- Mail out  Will wait  Photocopy  Certificate of Status

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

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

OTHER FILINGS	
Name Availability	<u>W/REG</u>
Document Examiner	<u>Annual Report</u>
Updater	Fictitious Name
Updater Verifier	Name Reservation
Acknowledgement	DCC
W. P. Verifier	DCC

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Examiner's Initials

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\*\*\*145.00 \*\*\*145.00

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 6, 1998

AMERILAWYER  
343 ALMERIA AVENUE  
CORAL GABLES, FL 33134

SUBJECT: HYPERTUFA WORLD, LC  
Ref. Number: W98000007587

We have received your document for HYPERTUFA WORLD, LC and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

There is a balance due of \$215.00.

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) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 598A00018114

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**ARTICLES OF ORGANIZATION**  
**OF**  
**HYPERTUFA WORLD, LC.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE 1 - NAME**

The name of the limited liability company shall be **HYPERTUFA WORLD, LC.**, ("Company").

**ARTICLE 2 - ADDRESS**

The principal place of business of the Company in Florida shall be 1270 Belle Avenue, Suite 103, Winter Springs, Florida 32708 and the mailing address shall be the same.

**ARTICLE 3 - EFFECTIVE DATE**

These Articles of Organization shall be effective immediately upon approval by the Secretary of State, State of Florida.

**ARTICLE 4 - DURATION**

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE 5 - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to manufacture wholesale and retail sales and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

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**ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Company is AmeriLawyer®, at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Company is AmeriLawyer®, 343 Almeria Avenue, Coral Gables, Florida 33134.

**ARTICLE 7 - MANAGEMENT**

The Managers of the Company shall be:

Operating Manager: Thomas A. Dionisio ✓  
Vice Operating Manager: Karim Elkasimi ✓  
Vice Operating Manager: Amine Saka ✓  
Vice Operating Manager: F. Stephen Anderson, II ✓  
Secretary: Thomas A. Dionisio ✓  
Treasurer: Karim Elkasimi ✓

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whose addresses shall be the same as the mailing address of the Company.

**ARTICLE 8 - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE 9 - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.



**ARTICLE 10 - MEMBERS**

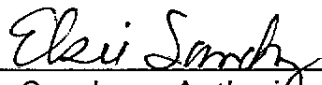
The Managers of the Company shall be elected by the Members in accordance with regulations adopted by the Members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the Members of the Company are:

Thomas A. Dionsio                      F. Stephen Anderson, II  
1270 Belle Avenue, Suite 103    1270 Belle Avenue, Suite 103  
Winter Springs, Florida 32708   Winter Springs, Florida 32708

Karim Elkasimi                         Amine Saka  
1270 Belle Avenue, Suite 103    1270 Belle Avenue, Suite 103  
Winter Springs, Florida 32708   Winter Springs, Florida 32708

**IN WITNESS WHEREOF**, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Coral Gables, Florida, for the foregoing uses and purposes, this April 3, 1998.

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\_\_\_\_\_  
Elsie Sanchez, Authorized Representative of the Members



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF ORGANIZATION**

AmeriLawyer®, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

AmeriLawyer®

  
By: \_\_\_\_\_  
Natalia Utrera, Vice President

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ARTLIMES



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF HYPERTUFA  
WORLD, LC.**

The undersigned member or authorized representative of a member of HYPERTUFA WORLD, LC. deposes and says:

1. the above named limited liability company has at least two members.
2. the total amount of contributions of the member(s) to HYPERTUFA WORLD, LC. is as follows:

2.1 Cash: \$ 5,000.00

2.2 Property: \$ 0.00

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

2.3 Promissory Note: \$ 0.00

2.4 Services Rendered: \$ 0.00

3. the total amount of other obligations to contribute to HYPERTUFA WORLD, LC. is as follows:

3.1 Cash: \$ 0.00

3.2 Property: \$ 0.00

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

3.3 Services to be Performed: \$ 0.00

*Elsio Sanchez*

\_\_\_\_\_  
Signature of a member or authorized representative

(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.)

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## PROPERTY EXHIBITS

Description of the Property Listed in 2.2 of the Affidavit of Membership and Contributions of HYPERTUFA WORLD, LC. is as follows:

NONE

Description of the Property Listed in 3.2 of the Affidavit of Membership and Contributions of HYPERTUFA WORLD, LC. is as follows:

NONE

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