

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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AMM, L.L.C.

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

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 RECEIVED  
 99 AUG - 3 AM 10:14  
 CLERK OF SUPERIOR COURT  
 TALLAHASSEE, FLORIDA

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Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

Requested by: LS 8/9/99 9:18



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 9, 1999

CAPITAL CONNECTION

SUBJECT: AMH, L.L.C.  
Ref. Number: W99000018391

We have received your document for AMH, L.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.

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) 487-6043.

Shawn Logan  
Document Specialist

Letter Number: 799A00040127

Corrected

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**ARTICLES OF ORGANIZATION  
OF  
AMHA, L.L.C.**

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

**ARTICLE I  
NAME**

The name of this Limited Liability Company shall be AMHA, L.L.C.

**ARTICLE II  
DURATION**

This Limited Liability Company shall exist for not more than fifty years from the effective date of these Articles. For the purpose hereof, the "effective date" of these Articles shall be the date of their filing with the Florida Department of State.

**ARTICLE III  
PURPOSE**

The Limited Liability Company is being formed for the purpose of engaging in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The Limited Liability Company shall have all of the powers vested in a limited liability company organized under and existing by virtue of the laws of the State of Florida.

**ARTICLE IV  
PLACE OF BUSINESS AND REGISTERED AGENT**

The initial principal place of business and the initial mailing address of this Limited Liability Company shall be 1654 NW 108<sup>th</sup> Avenue, Miami, Florida 33172, provided that the principal place of business may be changed from time to time and the Limited Liability Company may have such other place or places of business as the member from time to time may determine. The name of the original registered agent of this Limited Liability Company is Amy R. Awal.

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**ARTICLE V**  
**CONTRIBUTIONS TO CAPITAL**

The initial capital of this Limited Liability Company shall consist of the sum of not less than \$100.00 contributed by its member in money or in property, the fair market value thereof being determined by agreement of all the members. No additional contributions will be required to be made, but may be made, by the members of this Limited Liability Company, upon unanimous approval of the members.

**ARTICLE VI**  
**ADMISSION OF ADDITIONAL MEMBERS**  
**AND**  
**TRANSFER OF MEMBERS' INTEREST**

No person shall be admitted as an additional member of this Limited Liability Company, without the approval of members holding a majority of the interests in the Company.

A member's interest in this Limited Liability Company shall not be transferred, whether voluntarily or involuntarily, by operation of law, by execution or levy of judgment or lien, by judgment or order of court or by any other means, without the unanimous approval of the remaining members, which he/she/they shall not be required to give. Without the unanimous approval of the remaining members, any such proposed transfer of a member's interest shall not entitle the transferee to become a member of or to participate in the management of this Limited Liability Company and shall entitle the would-be transferee solely to and as a charge upon (i) the share of income of, and (ii), when, as and if declared unanimously by the remaining members, distributions, by way of profits, return of capital or otherwise, from this Limited Liability Company, in each case with respect to the would-be transferor's share thereof and interest in this Limited Liability Company, but not including any compensation paid to the would-be transferor for services rendered to this Limited Liability Company.

**ARTICLE VII**  
**MEMBER AND MANAGEMENT OF BUSINESS**

The name and addresses of the members of this Limited Liability Company are:

<u>NAME</u>	<u>ADDRESS</u>
Amir R. Awal	7350 SW 122 <sup>nd</sup> Street Miami, Florida 33156
Mohammed H. Farajzadeh	12480 SW 148 <sup>th</sup> Street Road Miami, Florida 33186

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Hojat Farajzadeh

7350 SW 96<sup>th</sup> St.  
Miami, Florida 33156

The business of this Limited Liability Company shall be managed by the members, acting alone (or by majority vote, if more than one member) in a meeting, or by written consent without a meeting. Amir R. Awal is hereby appointed as special manager to carry out, subject to the direction of members, the day to day business of this Limited Liability Company. The special manager is authorized to employ, subject to approval of the members, personnel to conduct the business of this Limited Liability Company. The special manager may, without the prior approval of the other members, bind the Limited Liability Company for any obligation that does not exceed \$5,000.00.

**ARTICLE VIII**

**WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION**

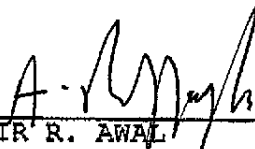
Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any of the initial Members or upon the occurrence of any other event which terminates the continued membership of any of the initial Members, this Limited Liability Company shall be dissolved; provided that the members, other than deceased, retired, resigned or expelled members, may consent to continue the business of this Limited Liability Company, or by amendment to these Articles of Organization may provide for the continued existence of this Limited Liability Company subsequent to the foregoing events, and subject to distribution to the former member, his heirs and successors of assets provided in dissolution.

**ARTICLE IX**

**AMENDMENTS**

These articles may be amended from time to time by a unanimous written consent of all the members, and the amendment shall be filed, duly signed by all members of this Limited Liability Company, with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, being one of the initial members, has executed these Articles of Organization on July 31, 1999.

  
\_\_\_\_\_  
AMIR R. AWAL

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**OATH OF ACCEPTANCE OF REGISTERED AGENT**

The undersigned, having been named as the registered agent/officer for:

AMHA, L.L.C.

at the place described in the attached Articles of Organization, hereby agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of these duties, and further, is familiar with and accepts the duties and obligations in Section 607.0505 of the Florida Statutes.

Dated this 31 day of July, 1999.

  
AMIR R. AWAD

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TALLAHASSEE, FLORIDA

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned members of AMHA, L.L.C. deposes and says:

1. The above named limited liability company has three members.

2. The total amount of cash contributed by each member is as follows:

- a. Amir R. Awal \$ 25,000
- b. Mohammed H. Farajzadeh \$ 25,000
- c. Hojat Farajzadeh \$ 25,000

3. If any, the agreed value of property other than cash contributed by the members is as follows:

- a. Amir R. Awal \$ 0.00
- b. Mohammed H. Farajzadeh \$ 0.00
- c. Hojat Farajzadeh \$ 0.00

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

4. The amount of cash or property anticipated to be contributed by the members is as follows:

- a. Amir R. Awal \$ 25,000
- b. Mohammed H. Farajzadeh \$ 25,000
- c. Hojat Farajzadeh \$ 25,000

5. The total amount of 2, 3, and 4 above is \$ \_\_\_\_\_.

A. Ryaghi  
AMIR R. AWAL

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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