

L 000000006814

CAPITAL CONNECTION INC  
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32309  
(850) 224-1170 • 1-800-342-3622 • Fax (850) 224-1222

TMax Investments, LLC

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-06/09/00--01030--019  
\*\*\*\*125.00 \*\*\*\*125.00

- Art of Inc. File \_\_\_\_\_ w-14682
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- ✓ L.C. File Photo \_\_\_\_\_
- 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 \_\_\_\_\_ 6/12
- 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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9

Signature \_\_\_\_\_

Requested by: LM 6/9 9:34

Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 9, 2000

CAPITAL CONNECTION  
ATTN: LM

SUBJECT: TMAX INVESTMENTS, LLC  
Ref. Number: W00000014682

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We have received your document for TMAX INVESTMENTS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 400A00033105

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 12, 2000

CAPITAL CONNECTION  
ATTN: LM

SUBJECT: TMAX INVESTMENTS, LLC  
Ref. Number: W00000014682

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for TMAX INVESTMENTS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your registered agent must be at the registered office. In Article III you list an address for the agent and then a different registered office. Please correct this.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 900A00033423

*Corrected*

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**Articles of Organization**

**for**

**TMax Investments, LLC  
A Florida Limited Liability Company  
("Company")**

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

**ARTICLE I**

Name

The name of the limited liability company ("Company") is:

TMax Investments, LLC

**ARTICLE II**

Address

The mailing and street address of the Company's principal office is 3775 Interstate Park Road West, Riviera Beach, Florida 33404.

**ARTICLE III**

Registered Agent/Registered Office

The name and street address of the initial registered agent and the mailing and street address for the principal office for this Company are as follows:

Registered Agent:

Bart A. Houston, Esq.,  
Houston & Shahady, P.A.  
316 N.E. 4th Street

Fort Lauderdale, Florida 33301

**ARTICLE IV**

Duration

The period of the Company's duration shall be 30 years, beginning on the date these Articles of Organization are filed by the Florida Department of State unless earlier terminated by the

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unanimous written agreement of all Members.

**ARTICLE V**  
Continuation of Business After Certain Events

The remaining Members of the Company have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member, unless the business of the Company is continued by the consent of all the remaining Members, or by amendment of these Articles of Organization providing for the continued existence of the Company subsequent to any one or more of the foregoing events.

**ARTICLE VI**  
Management by Members

The management of the Company shall be reserved to its Members in proportion to their contributions to the capital of the Company as adjusted from time to time to properly reflect any additional contributions or withdrawals by the Members.

The names and addresses of the managing Members are as follows:

<u>Name</u>	<u>Address</u>
John R. Scopetta	1525 N.W. 167th Street Suite 145 Miami, Florida 33169
Robert J. Dollar	5651 N.W. 38th Terrace Coconut Creek, FL 33073

**ARTICLE VII**  
Admission of Additional Members

Additional Members may be admitted only upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of this Company.

**ARTICLE VIII**  
Transfer of Member Interests

An interest of a Member of this Company may be transferred or assigned to such extent and

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in the manner provided in the Regulations. However, if all of the remaining Members of this Company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such Member shall have no right to participate in the management of the business and affairs of this Company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

#### **ARTICLE IX** Organizing Member

The name and address of the organizing Member or incorporator executing these Articles of Organization are as follows:

<u>Name</u>	<u>Address</u>
Robert J. Dollar	5651 N.W. 38th Terrace Coconut Creek, FL 33073

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#### **ARTICLE X** Withdrawal or Reduction of Member's Contributions to Capital.

A. A Member shall not receive out of the Company's property any part of its contribution to capital until:

- (1) all liabilities of the Company, except liabilities to Members on account of their contributions to capital have been paid or sufficient property of the Company remains to pay them,
- (2) the consent of all Members is had, unless the return of the contributions to capital may be rightfully demanded,
- (3) these Articles of Organization are canceled or so amended as to set out the withdrawal reduction.

B. A Member shall be entitled to the return of his or its contribution in the manner provided for in the Regulations of the Company.

#### **ARTICLE XI** Amendment of Regulations

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

## ARTICLE XII

### Amendment or Restatement of Articles of Organization.

Any amendment to or restatement of these Articles of Organization shall be in such form as prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statutes, Chapter 608, as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company necessary to take such action. In the event a new Member is added by such amendment, it shall be also signed by the Member to be added.

## ARTICLE XIII

### Regulations of the Company

The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Members unless vested in Manager(s) of the Company by an amendment to the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).

## ARTICLE XIV

### Informal Action of Members

Any action of the Members may be taken without a meeting if consent in writing setting forth the action taken shall be signed by all Members who would be entitled to vote upon such action at a meeting and filed with the Company as part of its records.

## ARTICLE XV

### Contracting Debt

Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this Company except by the Members or if managed by Managers, by any Manager of this Company, unless otherwise provided herein or in the Regulations.

IN WITNESS WHEREOF, the undersigned Organizing Member have hereunto set their hands and seals this \_\_\_\_ day of June, 2000.

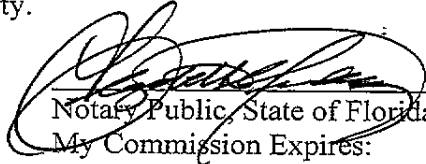
ORGANIZING MEMBER:

  
\_\_\_\_\_  
ROBERT J. DOLLAR

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STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, ROBERT J. DOLLAR, who is personally known to me and known to be the person who executed the foregoing Articles of Organization and he acknowledged to and before me that he executed such instrument in his respective capacity.

  
Notary Public, State of Florida  
My Commission Expires:



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TALLAHASSEE FLORIDA



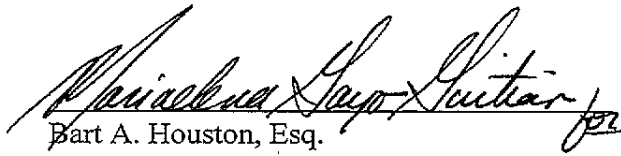
**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

- 1.) The name of the limited liability company is TMax Investments, LLC.
- 2.) The name and address of the registered agent and office is: 316 NE 4th Street, Fort Lauderdale, Florida 33301.

Having been named registered agent and to accept service of process for the above-named 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 power and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: June 8, 2000

  
Bart A. Houston, Esq.  
Registered Agent

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