



L0200 0027971

ACCOUNT NO. : 072100000032

REFERENCE : 789261 82349A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 21, 2002

ORDER TIME : 10:46 AM

ORDER NO. : 789261-005

CUSTOMER NO: 82349A

CUSTOMER: Ms. Linda S. Maher
Spink And Ouellette

5655 S. University Drive

Fort Lauderdale, FL 33328

DOMESTIC FILING

NAME: TLK OUTLOOK, LLC

EFFECTIVE DATE:

☐ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☒ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Powell - EXT. 1155

EXAMINER'S INITIALS:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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RECEIVED
02 OCT 21 AM 11:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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****125.00 ****125.00

102-30275

JB
10-22-02



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 21, 2002

CSC
HEATHER POWELL

SUBJECT: TLK OUTLOOK LLC
Ref. Number: W02000030275

We have received your document for TLK OUTLOOK LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The document must contain the entity's complete mailing address.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 002A00058213

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ARTICLES OF ORGANIZATION

Articles of Organization of **TLK OUTLOOK, LLC.**

The undersigned certifies that I have associated myself together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **TLK OUTLOOK LLC**, and its principal office shall be located at 355 S.W. 2nd Avenue, Dania Beach, 33004, County of Broward, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address shall be the same.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

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3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. Do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going

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out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by **Ted L. Kay**. The name(s) and address(es) of the person(s) who shall serve (until the first annual meeting of members or until (a or

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their) successor(s) (is or are) elected and qualified) (is or are) as follows: Ted L. Kay, 355 S.W. 2nd Avenue, Dania Beach, Florida 33004.

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with a unanimous written consent of (all or as the case may be) members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in cash or property in an amount in excess of \$100.00 shall be or have been paid to the limited liability company by the two members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares. In the event a member fails to make an initial capital contribution as previously agreed within 6 months from the date of signing by both parties of these Articles, the other member shall have the right to buy-out the defaulting

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member by paying said defaulting member any capital contribution previously made by said defaulting member.

ARTICLE VII

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members monthly and day of the commencement date shall be the anniversary date of the commencement of business.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business or, if these sources are insufficient to cover such losses, by the members in (equal shares or the following shares: (set forth percentages alongside name of each member)).

ARTICLE VIII

DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

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ARTICLE IX

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA

COUNTY OF BROWARD

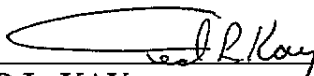
Pursuant to the provisions of section 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **TLK OUTLOOK LLC**.

The name of the Registered Agent for **TLK OUTLOOK LLC** is **Ted L. Kay** and the street address of the company's principal office where the agent is located is 355 S.W. 2nd Avenue, Dania Beach, Florida 33004.

The statement is to acknowledge that, as indicated above, **TLK OUTLOOK LLC** has appointed me, **Ted L. Kay**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this 17th day of October, 2002.


TED L. KAY

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TALLAHASSEE, FLORIDA

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The foregoing instrument was acknowledged before me this 17th day of October, 2002 by
TED L. KAY, agent on behalf of **TLK OUTLOOK LLC**, a limited liability company. He is
personally known to me or has produced a driver's license as identification.



NOTARY PUBLIC

MY COMMISSION EXPIRES:



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ACCEPTANCE AND ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named Registered Agent, I hereby accept the appointment as Registered Agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.



TED L. KAY

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared, **TED L. KAY**, to me known to be the person described as Incorporator and Registered Agent and who executed the foregoing Articles of Organization, Acceptance and Acknowledgment of Registered Agent, and acknowledged before me that he executed these Articles of Organization on this 17th day of October, 2002.


NOTARY PUBLIC

MY COMMISSION EXPIRES:



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