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(Address)

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PICK-UP WAIT MAIL

(Business Entity Name)

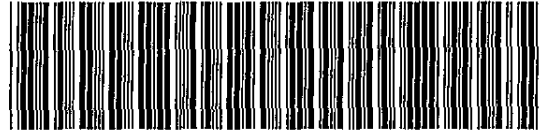
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W04-24824



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STATE
TALLAHASSEE FLORIDA

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6/22/04
\$125

State of Florida.

Dept of State

Division of Corporations

Enclosed please find 1- original and one copy of our Articles of Incorporation for filing with your office. Please return the stamped copy to T and T Retail Construction P.O. Box 10034 Cocoa FL 32927

T+T R. Co.
PO Box 10026
Cocoa FL 32927

Thank You.

William T. Roach



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 15, 2004

WILLIAM T. ROACH
P.O. BOX 10034
COCOA, FL 32927

SUBJECT: T & T RETAIL CONSTRUCTION LIMITED LIABILITY COMPANY
Ref. Number: W04000024824

We have received your document for T & T RETAIL CONSTRUCTION LIMITED LIABILITY COMPANY and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

The Articles of Organization must include the Registered Agents Signature, we do not file the operating agreement, please keep that for your records.

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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 304A00045157

Limited Liability Company Articles of Organization

We, the undersigned, who intend to form and create a Limited Liability Company, PURSUANT TO THE Statutes of the State of ① FLORIDA, do hereby state and certify the following:

1. The name of the Liability Company shall be ② T&T Retail Construction
LIMITED LIABILITY COMPANY.

2. The registered office of the company is located at ③ 748 Alcazar Ave City of
④ Cocoa, State of ⑤ FLORIDA 32927. Its registered agent is
⑥ ANTHONY SCIACCA, for service of process.

3. The principal place of business of the Company is located at ⑦ 748 Alcazar Ave
City of ⑧ Cocoa, State of ⑨ FLORIDA 32927.

4. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under laws of the above named State.

5. The company shall have a duration of 30 years and it shall dissolve at the end of said time frame.

6. Indemnification.

- a. The company shall indemnify any person who is or was a party, who is threatened to be made a party, to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member, or employee of the company, or is or was serving at the request of the company as a director, trustee, officer, or employee of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties, and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company, and with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement,

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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conviction, or plea of nolo contendere, or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interest of the company.

- b. The foregoing indemnification shall not apply in the case of an action, suit, or proceeding instituted by one or more members of the company, if the claim, matter, or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnization; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties, and amounts paid in settlement as determined by the court
- c. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative, or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit, or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to by indemnification by the corporation.

7. *Composition of management.* The management of the company will be vested in a board of managers, consisting of a number not more than ⑩ TWO, who are required to be members of the company, designated in accordance with the terms of the company operating agreement.

8. The names and addresses of the Manager(s) of the Company are as follows:

Managers	Address
⑪ <u>WILLIAM T. ROACH</u>	⑫ <u>914 CLEARLAKE ROAD</u> <u># 216-A COCOA FL. 32922</u>
⑪ <u>JAMES PENLAND.</u> RESIDENT AGENT	⑫ <u>914 CLEARLAKE ROAD</u> <u># 216-A COCOA FL. 32922</u>
⑪ <u>Anthony Sciacca</u>	⑫ <u>748 ALCAZAR AVE</u> <u>COCOA FL. 32927</u>
⑪ _____	⑫ _____
⑪ _____	⑫ _____

9. The amount of capital each Member has contributed or has agreed to contribute:

Member	Capital Contributed
⑬ William T. Roach	⑭ 10,000 ⁰⁰

Member	Capital Agreed to Contributed
⑮ JAMES PENLAND	⑯ 10,000 ⁰⁰

10. The company shall have the right to add additional Members according to the terms of the Operating Agreement.

11. The Members may only discontinue business upon an event of dissolution only according to the terms of the Operating Agreement.

12. The company shall be initially organized with at least two Members.

Ⓢ MANAGING MEMBER(S)

William T. Roach
Signature William T. ROACH

James Penland
Signature James Penland

Ⓢ MEMBERS

Signature

Signature

Anthony Scaccia, Resident Agent
Signature

STATE OF Florida)

:§

COUNTY OF Broward,

On the 21st day of June 2004 personally appeared before me William T. Roach and James Penland, the signer(s) of the within instrument, who duly acknowledged to me that (s)he executed the same.

[Signature]

Notary Public

5626 Jamaica Rd., Cocon Fl 32927

Residing at

1-15-07

My commission expires:

