

LOS000097602

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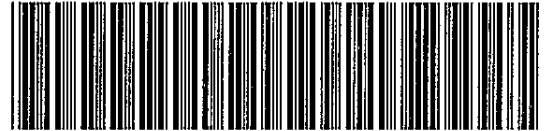
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TALLAHASSEE, FLORIDA

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LOS-97602
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 1, 2005

JEFFREY APPEL
2455 EAST SUNRISE BLVD., SUITE 511
FT. LAUDERDALE, FL 33304

SUBJECT: TIENTA HOLDINGS, L.L.C.
Ref. Number: W05000032346

We have received your document for TIENTA HOLDINGS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

On page 5 of the document refers to stock.

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 005A00049589

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 5, 2005

JEFFREY APPEL
2455 EAST SUNRISE BLVD., SUITE 511
FT. LAUDERDALE, FL 33304

SUBJECT: TIENTA HOLDINGS, L.L.C.
Ref. Number: W05000032346

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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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 905A00044659

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LAW OFFICES
HARBSMEIER, DEZAYAS, APPEL & HARDEN, LLP

5116 SOUTH LAKELAND DRIVE
POST OFFICE BOX 6455 (33807)
LAKELAND, FLORIDA 33813

TELEPHONE: (863) 619-7330
FAX: (863) 619-7303
WEBSITE: WWW.HDALAW.COM

June 23, 2005

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: Tienta Holdings, L.L.C.

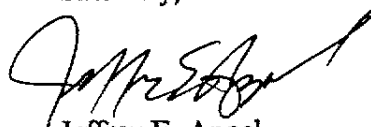
To Whom It May Concern:

Please find enclosed the original and one (1) copy of the Articles of Organization for the above-referenced limited liability company for filing, together with our check in the amount of \$155.

I would appreciate your filing this limited liability company and return a certified copy in the envelope provided for your convenience.

Please call me should you have any questions or concerns in this matter.

Sincerely,


Jeffrey E. Appel
jappel@hdaalaw.com

JEA/mld
Enclosures

xc: Cassie Turner
Mason Turner
(w/encl)

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TALLAHASSEE, FLORIDA

ADDITIONAL OFFICES:

THE INTERNATIONAL BUILDING • 2455 EAST SUNRISE BOULEVARD • SUITE 511 • FT. LAUDERDALE, FLORIDA 33304 • PHONE (954) 564-8165 • FAX (954) 564-8194
2888 MAHAN DRIVE • SUITE 7 • TALLAHASSEE, FLORIDA 32308 • PHONE (850) 205-6340 • FAX (850) 205-6342

LAW OFFICES
HARBSMEIER, DEZAYAS, APPEL, HARDEN & DEBARI, LLP

5116 SOUTH LAKELAND DRIVE
POST OFFICE BOX 6455 (33807)
LAKELAND, FLORIDA 33813

TELEPHONE: (863) 619.7330
FAX: (863) 619.7303
WEBSITE: WWW.HDALAW.COM

September 30, 2005

Tammi Cline, Document Specialist
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: Tienta Holdings, L.L.C.
Ref No.: W05000032346

Dear Ms. Cline:

Pursuant to your letter of August 16, 2005, please find enclosed Amended Articles of Organization and a Limited Liability Company Operating Agreement for filing on behalf of the above company.

Thank you for your assistance in this matter.

Sincerely,


Jeffrey E. Appel
jappel@hdaalaw.com

JEA/mld
Enclosures
xc: Cassie Turner
Mason Turner
(w/encl)

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TALLAHASSEE, FLORIDA

ADDITIONAL OFFICE:

2868 MAHAN DRIVE • SUITE 7 • TALLAHASSEE, FLORIDA 32308 • PHONE (850) 205.6340 • FAX (850) 205.6342

ARTICLES OF ORGANIZATION OF TIENTA HOLDINGS, L.L.C.

The undersigned hereby certify that we have associated ourselves 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 be the Charter authority for the conduct of business of such limited liability company.

ARTICLE I

Name

The name of the limited liability company shall be Tienta Holdings, L.L.C., and its principal place of business shall be in the City of Orlando, County of Orange, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

Purposes and Powers

This general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, 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 herein to the same extent as a natural person might or could do.

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 companies 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 the 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, company, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, 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 herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or companies, and perform any service under contract or otherwise for any company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement, develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. In general, to carry on any and all incidental business; to have and exercise all the proper business of collections or any other lawful businesses and to do anything necessary, proper, advisable, or convenient, for the accomplishment of said purposes, and to do all and other things incidental to them, or connected with them, that are not forbidden by the Florida laws or by other

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HILLSBORO COUNTY, FLORIDA

laws, or by these Articles of Organization, and to carry out said purpose in any state, territory, district, or possession of the United States or in any foreign country, to the extent that these purposes are not forbidden by the laws of that state, territory, district, or possession of the United States, or by the foreign country.

7. The operation and management of this company is more fully defined in Tienta Holdings, L.L.C.'s Operating Agreement.

ARTICLE III

Capital and Profit/Loss

The members shall initially contribute to the company capital and at such future times as required to conduct business. Profit and loss shall be determined on an annual basis and shall be allocated to the members in proportion to each member's relative capital interest in the company.

The members may distribute funds at any interval as they see fit.

ARTICLE IV

Initial Registered Office and Agent

The street address of the initial principle office of this company shall be located at 2295 South Hiawasse Road, Suite 318, Orlando, Florida 32835-8747. The registered agent of this company shall be Jeffrey E. Appel, 5116 South Lakeland Drive, Lakeland Florida 33813-2500.

ARTICLE V

Initial Board of Directors

The initial Board of Directors shall consist of two (2) members, who need not be a resident of the State of Florida, or shareholder of the company. The number of directors may be increased from time to time by the by-laws. The names and addresses of the initial director of this company are as follows:

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TALLAHASSEE, FLORIDA

Cassie Turner

Post Office Box 1125
Windermere, Florida 34786-1125

Mason Turner of
The Chessman Group, LLC

2295 South Hiawassee Road, Suite 318
Orlando, Florida 32835-8747

ARTICLE VI
Duration

The period of duration of this company is perpetual.

ARTICLE VII
Organizer

The name and address of the persons signing these Articles of Organization are Cassie Turner, Post Office Box 1125, Windermere, Florida 34786-1125, and Mason Turner, 2295 South Hiawassee Road, Suite 318, Orlando, Florida 32835-8747.

ARTICLE VIII
Indemnification

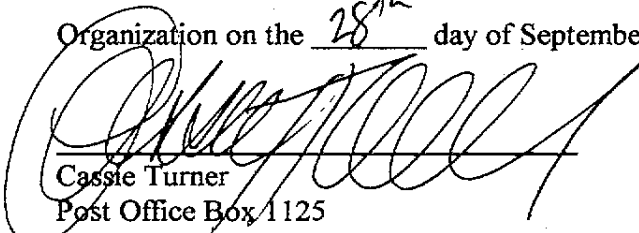
The company shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

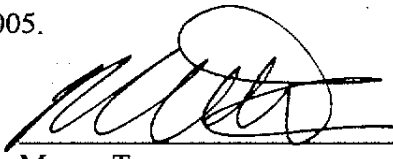
ARTICLE IX
Amendment

This company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendments thereto.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of

Organization on the 28th day of September, 2005.


Cassie Turner
Post Office Box 1125
Windermere, Florida 34786-1125


Mason Turner
The Chessman Group, LLC
2295 South Hiawassee Road, Suite 318
Orlando, Florida 32835-8747

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HIAWASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF POLK

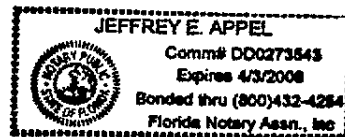
BEFORE ME, the undersigned authority, personally appeared Cassie Turner, who is personally known to me or who has produced a Florida Driver's License as identification and who is the person described in and who executed and subscribed the above Articles of Organization, and did so freely and voluntarily acknowledged before me according to law that made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orlando, Orange County, Florida, this 28th day of September, 2005.


Notary Public/State of Florida

Jeffrey E. Appel
Printed Notary Name

STATE OF FLORIDA
COUNTY OF POLK

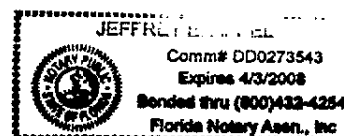


BEFORE ME, the undersigned authority, personally appeared Mason Turner, who is personally known to me or who has produced a Florida Driver's License as identification and who is the person described in and who executed and subscribed the above Articles of Organization, and did so freely and voluntarily acknowledged before me according to law that made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orlando, Orange County, Florida, this 28th day of September, 2005.


Notary Public/State of Florida

Jeffrey E. Appel
Printed Notary Name



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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.05, Florida Statutes, the undersigned company, organized under the laws of the State of Florida, submits the following statement in designating the required office/registered agent, in the State of Florida.

1. The name of the company is Tienta Holdings, LLC, with its principle place of business located at 2292 South Hiawasse Road, Suite 318, Orlando, Florida 32835-8747.

2. The name and address of the registered agent is:

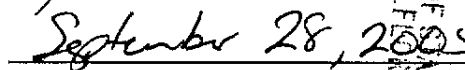
Jeffrey E. Appel, Esquire
5116 South Lakeland Drive
Lakeland, Florida 33813-2500

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:


Jeffrey E. Appel

Date:


September 28, 2005

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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