

2: 11000043462

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2013 JAN 17 PM 2 22
CLERK OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: **MEP CLEMATIS VENTURES**

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

MEGAN WEINBERGER

Name of Person

MEP CLEMATIS VENTURES

Firm/Company

14189 CALOOSA BLVD

Address

PALM BEACH GARDENS, FL 33418

City/State and Zip Code

edweinberger@aol.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

MEGAN WEINBERGER at **561 310-6591**

Name of Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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CORPORATIONS
TALLAHASSEE, FLORIDA

2013 JAN 17 PM 2 22

FILED

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

MEP CLEMATIS VENTURES

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 4/11/11 and assigned
Florida document number L11000043462.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

215 clematis street

west palm beach, florida 33401

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

215 clematis street

west palm beach, florida 33401

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

Florida

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

MGRM = Managing Member

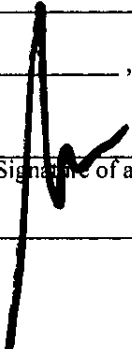
<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
mgrm	megan weinberger	215 clematis street	<input type="checkbox"/> Add
		west palm beach, fl 33401	<input checked="" type="checkbox"/> Remove
mgrm	Stuart Krost	215 Clematis Street	<input checked="" type="checkbox"/> Add
		WPB, FL 33401	<input type="checkbox"/> Remove
mgrm	paul ardaji	12492 aviles circle	<input type="checkbox"/> Add
		palm beach gardens, fl 33418	<input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Add
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			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

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2013 JAN 17 PM 4:28

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

paul ardaji is not a managing member or a member of this
organization. He has filed false and fraudulent documents with the
state of florida and committed perjury.

Dated November 20, 2012



Signature of a member or authorized representative of a member

Typed or printed name of signee

Page 3 of 3

Filing Fee: \$25.00

2013 JAN 17 PM 2:28
CLERK OF COURT
CLERK OF COURT
CLERK OF COURT

FILED

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT
IN AND FOR PALM BEACH COUNTY, FLORIDA

MEP CLEMATIS VENTURES, LLC,
d/b/a FUKU RESTAURANT,
Plaintiff,

CASE NO.: 502012CA018617
DIVISION: AH

v.

PAUL ARDAJI
Defendant.

FILED
2012 OCT 19 PM 3:24
SHARON R. BOCK, CLERK
PALM BEACH COUNTY, FL
CIRCUIT CIVIL 3

TEMPORARY INJUNCTION

THIS MATTER is before the Court on Plaintiff MEP CLEMATIS VENTURES, LLC's ("MEP") Emergency Motion for Temporary Injunction. The Court held a day long evidentiary hearing on October 18, 2012, in which it received testimony and evidence from both parties, evaluated the credibility of the witnesses, reviewed numerous exhibits, and considered arguments of counsel. The Court also reviewed the Motion, Defendant's response, the Reply, Defendant's Memorandum of Law, the affidavits, exhibits, and the court file. The Court finds that the following facts were established by the greater weight of the evidence, and makes the following legal conclusions:

1. Defendant PAUL ARDAJI was a managing member of MEP along with Megan Weinberger. Defendant solicited additional investors, those investors became members of MEP, and Defendant's shares in MEP were diluted as a result. Defendant had knowledge of this dilution of his shares. In September 2011, Defendant resigned as manager of MEP because his criminal history could have interfered with MEP's application for a liquor license. By the greater weight of the evidence, the Court finds the Defendant did execute and deliver a resignation letter.

2. Defendant subsequently entered into an employment contract with MEP to serve as the restaurant's general manager, and on September 22, 2012, the managing members of MEP held a meeting in which they unanimously agreed to terminate Defendant's employment contract without cause, pursuant to the contract. In the termination letter MEP prohibited Defendant from entering the restaurant premises.

3. Since his termination, Defendant caused the credit card processing company to divert over \$22,000 that was meant to be deposited into MEP's bank account, into an account that Defendant (not MEP) controlled. Defendant also misrepresented to the police, the Florida Department of State, the credit card processing company, and several individuals that he is a 50% owner and/or managing member of MEP. Defendant also attempted to terminate MEP's employee at the restaurant, committed MEP to making a charitable donation, without authority to do so, and appeared at the restaurant with his attorney who approached Megan Weinberg (who is represented by counsel). Once MEP learned about the diversion of the credit card payments, it sent Defendant a second termination letter stating that his termination was **with cause**: Defendant, by his conduct, has demonstrated that he does not intend to cease his actions which interfere with the operation of the business, FUKU Restaurant; Defendant insists that he remains a 50% owner and managing member of MEP authorized to act on behalf of the company.

4. Irreparable harm will result if this temporary injunction is not entered because Plaintiff's damages would be difficult to calculate given that the restaurant is a new business whose future profits are speculative. See U.S. 1 Office Corp. v. Falls Home Furnishings, Inc., 655 So. 2d 209 (Fla. 3d DCA 1995).

5. An adequate remedy at law is not available because MEP has suffered and will likely continue to suffer harm from Defendant's presence at the restaurant, and there is no

remedy other than an injunction that would preclude Defendant from entering the premises and otherwise interfering with MEP's business.

6. There is substantial likelihood that Plaintiff will prevail on the merits because Plaintiff presented extensive testimony, affidavits, and documents showing that despite Defendant's termination from employment with MEP, Defendant misappropriated MEP's funds and he interfered with MEP's restaurant operations.

7. Entry of a temporary injunction would serve the public interest because Defendant's inappropriate conduct following his termination from MEP, and his past behavior, suggests that Defendant is likely to create disturbances at MEP's restaurant that would prevent the public from enjoying (or disrupt the public's enjoyment of) a new restaurant on Clematis street.

Based on the foregoing factual findings and legal conclusions it is **ORDERED and ADJUDGED that:** DEFENDANT PAUL ARDAJI and anyone acting in concert with him are ordered to:

- (a) stay more than 500 feet away from Fuku Restaurant
- (b) refrain from interfering with MEP's business operations
- (c) have no direct contact of any kind (including in person, over the phone, online or by any electronic transmission) with any MEP members or current employees while those employees are on duty
- (d) immediately return all documents and other information belonging to MEP
- (e) immediately return all funds converted from MEP
- (f) cease from publicly or privately claiming to be a managing member, controlling owner or someone who has authority to direct MEP's business operations.

The injunction remains in effect until further order from the Court. The Court finds that Plaintiff shall post a bond in the amount of \$10,000. The injunction will become effective once the bond is approved by the Clerk.

DONE AND ORDERED in Chambers at West Palm Beach, Palm Beach County,
Florida this 19th day of October 2012, at 3:06 p.m.


LUCY CHERNOW BROWN, Circuit Judge

cc:

Jack Scarola, Esq.
David Kelley, Jr., Esq.
2139 Palm Beach Lakes Blvd.
West Palm Beach, FL 33409

Robert B. Cook, Esq.
P.O. Box 3609
Tequesta, FL 33469



STATE OF FLORIDA • PALM BEACH COUNTY

I hereby certify that the foregoing is a true copy of the record in my office with redactions, if any as required by law.

THIS 19 DAY OF October, 2012
SHARON R. BOCK
CLERK & COMPTROLLER

By 
DEPUTY CLERK