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FLORIDA LIMITED LIABILITY CO.
VAI LLC

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G. MCLEOD

10/27/2011

OCT 28 2011

EXAMINER

ARTICLES OF ORGANIZATION

OF

VAI LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the Company shall be VAI LLC hereinafter, the "Company"

ARTICLE 2 - PURPOSE

The general purpose for which the Company is organized is to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Company shall have all powers granted to a limited liability company under the laws of the State of Florida

ARTICLE 3 - BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Company is 1825 Main Street, Weston, Florida, 33326.

ARTICLE 4 - TERM OF EXISTENCE

Subject to the provisions of Article 7, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - MANAGEMENT

The Company shall be managed by a manager in accordance with the regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company consistent with law or these Articles of Organization. The name(s) of the manager(s) who is/are to start to serve as a Manager are/is:

TITLE

Name and Address

OPERATING MANAGER

Maria Patricia MARKIS
1825 Main Street, Weston, Florida, 33326

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ARTICLE 6 – NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his/hers interest in the Company as set forth in the Regulations of the Company, but the transferee shall have no right to participate in the Management of the business and affairs of the Company or become a member unless all others member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 7 - DISOLUTION

The company shall be dissolved upon death, retirement, resignation, expulsion, bankruptcy or dissolution decided for a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

ARTICLE 8 - INDEMNIFICATION

The Company shall indemnify managers and/or members of the Company who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the managers and/or members was a party because the managers and/or members is or was a manager and/or member of the Company against reasonable attorney fees and expenses incurred by the managers and/or members in connection with the proceeding. The Company may indemnify an individual made a party to a proceeding because the individual is or was a member, manager, employee or agent of the Company against liability if authorized in the specific case after determination, in the manner required by the member(s), that indemnification of the member, manager, employee or agent, as the case may be, is permissible in the circumstances because the member, manager, employee or agent has met the standard of conduct set forth by the member(s). The indemnification and advancement of attorney fees and expenses for managers, employees and agents of the Company shall apply when such persons are serving at the Company's request while a member, manager, employee or agent of the Company, as the case may be, as a member, manager, partner, trustee, employee or agent of another foreign or domestic Company, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Company. The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a member, manager, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding. The Company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a member, manager, employee or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability under the law. All references in these Articles of Organization are deemed to include

any amendment or successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a member, manager, employee or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "member", "manager", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE 9 – REGISTERED AGENT

The name and the street address of the registered agent are:

GLADES CORPORATE SERVICE (as a DBA)
16939 SW 34th. Street
Miramar, Florida, 33027

Having been named as a registered agent to accept service of process for the above stated Company at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity under the Section 608.4155 of the Florida Statutes

By: 

Victor E. Taurizano

For Victor E. Taurizano, PA (Owner)

10/11/2011
Date

IN WITNESS WHEREOF, the undersigned, as an authorized representative of the members, has made and subscribed these Articles of Organization at Miramar, Florida, for the foregoing uses and purposes, this October 11th, 2011


Maria Patricia Markis