

DEC

FROM: ATLAS, PEARLMAN, TROP & BORKSON, P.A.

ID: 30-625-8867

PAGE 1/11

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12/21

FLORIDA DIVISION OF CORPORATIONS

9:00 AM

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TO: DIVISION OF CORPORATIONS

FROM: ATLAS, PEARLMAN, TROP & BORKSON, P.A.

DEPARTMENT OF STATE

PO BOX 14610

STATE OF FLORIDA

409 EAST GAINES STREET

FT LAUDERDALE FL 33302-4610

TALLAHASSEE, FL 32399

CONTACT: BEVERLY F BRYAN

FAX: (904) 922-4000

PHONE: (305) 763-1200

FAX: (305) 523-1952

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DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: TK COMMUNICATIONS, L.C

FAX AUDIT NUMBER: H95000014271

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
TK COMMUNICATIONS, L.C.**

These Articles of organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Act, Chapter 608, Florida Statutes.

**SECTION 1.
NAME**

The name of this limited liability company is TK COMMUNICATIONS, L.C. (the "Company").

**SECTION 2.
DURATION**

The Company shall exist from the date of filing these Articles with the Department of State until the earlier of thirty (30) years from the date of filing or the occurrence of any of the events specified in Florida Statute Section 608.441, as amended, or its successor provision, unless continued by the unanimous consent of all of the remaining members.

**SECTION 3.
MAILING ADDRESS AND STREET ADDRESS**

The Company's mailing address and street address are

110 S.E. 6th Street
Suite 1601
Fort Lauderdale, FL 33301

**SECTION 4.
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is South Florida Registered Agents, Inc.. The street address of the initial registered agent of the Company is

200 E. Las Olas Boulevard
Suite 1900
Fort Lauderdale, FL 33301

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GAYLE COLEMAN, ESQ., FL BAR # 857327
ATLAS, PEARLMAN, TROP & BORKSON, P.A.
200 EAST LAS OLAS BOULEVARD, SUITE 1900
FORT LAUDERDALE, FLORIDA 33301
PHONE NO.: (305) 763-1200

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SECTION 5. ADDITIONAL MEMBERS

Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission. Any new member which is approved by the existing members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the manager, and upon such member's agreement to comply with these Articles of Organization, the Regulations of the Company and such other applicable laws, regulations, rules or policies of the Company as the manager may from time to time determine in its sole discretion.

SECTION 6. TERMINATION OF MEMBERSHIP

If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

SECTION 7. MANAGEMENT OF THE COMPANY

The Company shall initially be managed by the following person who shall serve as the manager until the first annual meeting of the members or until their successors are elected and qualify:

John F. Tenaglia
110 S.E. 6th Street
Suite 1601
Fort Lauderdale, FL 33301

Thereafter, the Company shall be managed by the number of managers as set forth in the Regulations of the Company, which manager(s) shall be elected annually as provided in the regulations of the Company. Except as authorized by the manager, no member is an agent of the Company, or has the authority to enter into any contract, transaction, or make any commitment on behalf of the Company. Each manager is released from any liability for damages and any other monetary relief to the full extent permitted by Section 608.436, Florida Statutes.

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**SECTION 8.
REGULATIONS**

The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulations and management of the affairs of the Company.

**SECTION 9.
AMENDMENT OF ARTICLES OF ORGANIZATION**

Members may adopt, alter, amend or repeal any provision of the Articles of Organization upon the affirmative vote of a majority of the members of the Company, which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

**SECTION 10
DATE OF EXISTENCE OF THE COMPANY**

The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization effective as of this 18th day of December, 1995.


Signature of member or authorized
representative of member

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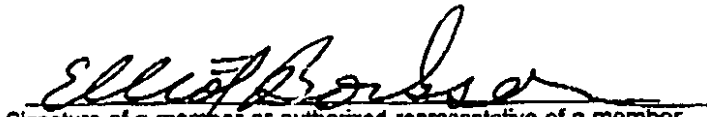
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
TK COMMUNICATIONS, L.C.**

The undersigned member or authorized member representative of TK Communications, L.C. deposes and says:

1. the above named limited liability company has at least two members.
2. the total amount of cash contributed by the member(s) is \$ 5,000.
3. if any, the agreed value of property other than cash contributed by member(s) is \$ 5,000. A description of the property is attached and made a part hereto.
4. the total amount of cash or property anticipated to be contributed by member(s) is \$ 10,000. This total amount includes amounts from 2 and 3 above.


Signature of a member or authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is TK Communications, L.C.
2. The name and address of the registered agent and office is:

South Florida Registered Agents, Inc.
(Name)

200 East Las Olas Boulevard, Suite 1900
(Address - P.O. Box not acceptable)

Fort Lauderdale, FL 33301
(City/State/Zip)

Having been named as registered agent and to accept service of process for the
above stated limited liability 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.

SOUTH FLORIDA REGISTERED AGENTS, INC.

DECEMBER 18, 1995
Date

By: Beverly F. Ryan
Name: Beverly F. Ryan
Its: PRESIDENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILE NOW: Fee after May 1, will be \$263.75

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996**



**FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS**

FILING FEE Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee
\$ 238.75 Make Check Payable To: **FLORIDA DEPARTMENT OF STATE**

1 Name and Mailing Address of Limited Liability Company **DOCUMENT # L95000000990**

**TK COMMUNICATIONS, L.C.
110 S.E. 6TH STREET
SUITE 1601
FT. LAUDERDALE FL 33301**

1a. Principal Place of Business Address

**110 S.E. 6TH STREET
SUITE 1601
FT. LAUDERDALE FL 33301**

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2 Principal Place of Business 3000 S.W. 60th Avenue Suite, Apt. #, etc. City & State Ft. Lauderdale, FL Zip 33314	2a. Mailing Address 3000 S.W. 60th Avenue Suite, Apt. #, etc. City & State Ft. Lauderdale, FL Zip 33314	3. Date Organized or Qualified 12/21/1995	3a. State of Formation FL
		4. FEI Number 65-0629039	☐ Applied For ☐ Not Applicable
		5. Date of Last Report	6. Certificate of Status Desired ☐ SR 15 Additional Fee Required

7. Name and Address of Current Registered Agent

**SOUTH FLORIDA REGISTERED ABENTS, INC.
200 E. LAS OLAS BLVD.
SUITE 1900
FT. LAUDERDALE FL 33301**

8. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, etc.
City **FL** **Zip Code**

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reappointing) **DATE**

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	TENAGILIA, JOHN F	110 S.E. 6TH ST, SUITE 16	FT. LAUDERDALE FL

200001873392
-06/24/96--01039--008
*****238.75 ***238.75**
8/6-24-96

11 I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE

SIGNATURE AND TYPED OR PRINTED NAME OF CURRENT MANAGING MEMBER OR MANAGER

5/1/96 (954) 525-8500

GUTTER, JOSEPHER, RUFFIN & SHEEHY, P.A.

ATTORNEYS AT LAW
TRADE CENTRE SOUTH - SUITE 900
100 WEST CYPRESS CREEK ROAD
FORT LAUDERDALE, FLORIDA 33309

MARVIN C. GUTTER
RICHARD A. JOSEPHER
THOMAS RUFFIN III
FRANCES D. SHEEHY

L 9500000000990

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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****302.50 ****302.50

Re: Supplemental Affidavit of Capital Contributions of TK
Communications, L.C., Action of Members Without a Meeting

Dear Sir/Madam:

Enclosed for filing please find two (2) originals and one copy of a Supplemental Affidavit of Capital Contributions of TK Communications, L.C., Action of Members Without a Meeting. Also enclosed is our check in the amount of \$302.50, representing your fees for filing (\$250.00) and one certified copy (\$52.50).

Please file this Supplemental Affidavit as soon as possible and return the certified copy directly to us in the self-addressed, stamped envelope provided.

If you have any questions, please do not hesitate to call.

Thank you.

Very truly yours,

THOMAS RUFFIN III

la\IL121296.ten

Enclosures

cc: Mr. John Tenaglia

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF
TK COMMUNICATIONS, L.C.
ACTION OF MEMBERS WITHOUT A MEETING**

The following Supplemental Affidavit is submitted pursuant to Florida Statutes Section 608.412:

The total additional amount of capital contributed by members in excess of the original capital contribution of \$5,000, is \$613,856.24, for a total amount of capital, and value, of \$618,856.24, as follows:

Original Contributions:

Tenaglia Family Partnership, Ltd.	\$ 200.00
John F. Tenaglia	<u>4,800.00</u>
Subtotal	<u>5,000.00</u>

Supplemental Contributions:

Tenaglia Family Partnership, Ltd.	\$491,085.00
John F. Tenaglia	122,771.24
Subtotal	<u>613,856.24*</u>

TOTAL CAPITAL AND VALUE	<u>\$618,856.24</u>
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APPROVED
AND
FILED
96 DEC 18 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared by:
THOMAS RUFFIN III, ESQ.
Florida Bar No. 442119
100 W. Cypress Creek Road, Suite 900
Ft. Lauderdale, Florida 33309
(954) 938-4555

*Additional Capital Contributions may be made by either direct or indirect contributions by the members to the Company. Additional capital contributions and future economic growth, if any, are intended to be limited to the amount of capital, representing equity contributed by the member or members, and such additional capital contributions are to be allocated among the members pro rata in accordance with their Interests unless otherwise specified by the contributing members. The Company is formed solely for the purpose of consolidating business operations and for facilitating the management of its business. It is not intended to result in increased economic advantages to its members. Therefore neither capital, distributions, future appreciation, nor profits of the Company are to be increased in excess of the above amounts, but instead are to remain with the members, absent a further express consent in writing pursuant to Company Regulations and the filing by the Company of a supplemental affidavit of capital contribution pursuant to Florida Statutes Section 608.412.

X John F. Tenaglia
JOHN F. TENAGLIA, Individually

TENAGLIA FAMILY PARTNERSHIP, LTD.

By: X John F. Tenaglia
JOHN F. TENAGLIA, President of
John F. Tenaglia Consulting, Inc.,
General Partner

96 DEC 18 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Subscribed, sworn and acknowledged before me by JOHN TENAGLIA, who is personally known to me, or if not, produced N/A as identification and did take an oath, on the 12 day of December, 1996.

Andrea H. Terr
Notary Public

Name of Notary _____
Commission No. _____



ANDREA H. TERR
MY COMMISSION # 00335802 EXPIRES
January 8, 1998
BOND: J THRU TRUST FARM INSURANCE, INC.