

L99000000758

WALKER AND ASSOCIATES, ATTORNEYS, P.A.
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751

Berry J. Walker, Jr., Esquire

OFF: (407) 644-6535
FAX: (407) 644-8369

Prop?
00789-00524-00671

January 25, 1999

W99-2278

Via UPS Overnight Delivery

900002755489-9
-01/26/99-01091-001
****346.25 ****346.25

Florida Department of State
Attention: New Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Articles of Organization for Shamrock Investment Group, L.C.

To Whom It May Concern:

Enclosed please find the original and one copy of Articles of Organization for Shamrock Investment Group, L.C., to be filed with the Florida Department of State. I have enclosed a check in the amount of \$346.25 for the filing fee.

Should you have any questions, please advise.

Very truly yours,



Berry J. Walker, Jr.

BJW/ldw
Enclosures

Name	
Availability	
Document Examiner	
Updater	
Checker	
Verifier	
Acknowledgement	
W. P. Verifier	

99 FEB 11 AM 9:15
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

RECEIVED - 4 1999

January 28, 1999

BERRY J. WALKER, JR.
WALKER AND ASSOCIATES, ATTORNEYS, P.A.
235 MAITLAND AVENUE SOUTH, SUITE 216
MAITLAND, FL 32751

SUBJECT: SHAMROCK INVESTMENT GROUP, L.C.
Ref. Number: W99000002278

We have received your document for SHAMROCK INVESTMENT GROUP, L.C. and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must include the agreed value and a description of any property contributed by the members, if none, state that.,

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 999A00003971

**ARTICLES OF ORGANIZATION
OF
SHAMROCK INVESTMENT GROUP, L.C.**

The undersigned Organizers/Organizing Members to these Articles of Organization, hereby form a limited liability company under the laws of the State of Florida and Chapter 608 of the Florida Statutes.

ARTICLE I - NAME

The name of the limited liability company shall be **SHAMROCK INVESTMENT GROUP, L.C.**, a Florida limited liability company.

ARTICLE II - DURATION

The period of the limited liability company's existence shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE OF CORPORATION

The mailing address and the street address of the principal office of the principal office of the limited liability company shall be:

42 East Princeton Street
Orlando, Florida 32804

ARTICLE IV - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and street address of the initial registered agent in the state of Florida for the limited liability company shall be:

Berry J. Walker, Jr., Esquire
Florida Bar Number 0742960
WALKER AND ASSOCIATES, ATTORNEYS, P.A.
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751

ARTICLE V - NATURE OF BUSINESS

This limited liability company may engage in or transact any and all lawful activities or business permitted under Chapter 608 of the Florida Statutes, the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE VI - RIGHTS OF MEMBERS TO ADMIT ADDITIONAL MEMBERS

The Manager of this limited liability company, who is also an Organizing Member, has the right to admit additional members to the limited liability company in their sole discretion, upon the unanimous consent of the Organizing Members of this limited

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liability company.

ARTICLE VII

RIGHT TO CONTINUE BUSINESS OF THE LIMITED LIABILITY COMPANY UPON THE DEATH, RETIREMENT, RESIGNATION, EXPULSION, BANKRUPTCY OR DISSOLUTION OF A MEMBER OR THE OCCURRENCE OF ANY OTHER EVENT WHICH TERMINATED THE CONTINUED MEMBERSHIP OF A MEMBER IN THE LIMITED LIABILITY COMPANY

A. Right of Substitution. The right of a Member to substitute an assignee as contributor in his or her place, and the terms and conditions of the substitution are as follows:

1. A fully executed and acknowledged written instrument of assignment must be filed with the Organizing Members setting forth the intention of the assignor that the assignee become a Member in his or her place;

2. The assignor and the assignee must execute and acknowledge such other instruments as the Organizing Members may deem necessary or desirable to effect such admission, including the written acceptance and adoption by the assignee of the provisions of the Articles of Organization and a written opinion of counsel that the assignment does not violate any provision of federal, state or local law, ordinance, rule or code section, or any provision of the Articles of Organization;

3. A reasonable transfer fee shall have been paid to the limited liability company; and

4. The written consent of the Organizing Members to the substitution must be obtained, the denial of which is in the sole and absolute discretion of the Organizing Members.

B. Admission of Additional Members. The Manager of this limited liability company has the right to admit additional Members in his sole discretion.

C. Termination of Membership of a Member. The membership of a Member in this limited liability company may only be terminated upon the occurrence of any of the following events: death, retirement, resignation, expulsion by unanimous consent of the remaining Members of the limited liability company, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member of this limited liability company. Upon the termination of a Member's membership in this limited liability company, the Organization shall, within 120 days following such termination, pay the fair market value of the terminated Member's interest in the limited liability company, to the Member, the Member's successors, heirs and/or assigns, as the case may be.

D. Right to Continue Business. All of the remaining Members of this limited liability company may elect to continue the business of this limited liability company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member of this limited liability company, upon the vote of a majority of the remaining Members of this limited liability company.

COUNT VIII - MANAGEMENT OF THE ORGANIZATION

This limited liability company shall be managed by the Organizing Member, whose name and address is:

Name	Address
Samir Sharma	42 East Princeton Street Orlando, Florida 32804

The Organizing Member shall serve as the manager of the limited liability company until the first annual meeting of the members or until their successors are elected and qualify.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 20 day of January, 19 99.

ORGANIZING MEMBER
and MANAGER:




Samir Sharma

STATE OF: Florida
COUNTY OF: Orange

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 20 day of January, 1999, by Samir Sharma, who did take an oath.

Check One:

☐ He/she is personally known to me; or
☒ He/she has produced FL. drivers license as identification.



NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:

EXHIBIT "1"
MEMBERS/ORGANIZING MEMBERS AND
PERCENTAGE OF OWNERSHIP OF EACH

Name	PERCENTAGE OF OWNERSHIP	Address
Agni International Property Holdings, Ltd., a Bahamas Corporation	99%	c/o Ansbacher (Bahamas) Limited P.O. Box N-7768 Bank Lane Nassau, Bahamas
Samir Sharma	1%	42 East Princeton Street Orlando, Florida 32804

EXHIBIT "2"
CAPITAL CONTRIBUTIONS/INITIAL CAPITAL ACCOUNTS


Name	CAPITAL CONTRIBUTION/CAPITAL ACCOUNT
Samir Sharma	\$0.00
Agni International Property Holdings, Ltd., a Bahamas Corporation	\$280,000.00

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, Chapter 608 of the Florida Statutes. **SHAMROCK INVESTMENT GROUP, L.C.**, a Florida limited liability company, organizing under the laws of the State of Florida with its principal office located at 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, has named Berry J. Walker, Jr., whose address is 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, as its Agent to accept service of process within this State.

ACCEPTANCE:

I, Berry J. Walker, Jr., agree to act as the Registered Agent of **SHAMROCK INVESTMENT GROUP, L.C.**, a Florida limited liability company, and I agree to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law. I am familiar with, and accept the obligations of the position of Registered Agent of **SHAMROCK INVESTMENT GROUP, L.C.**, a Florida limited liability company.



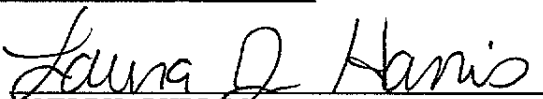
Berry J. Walker, Jr., Esquire
Florida Bar Number 0742960
WALKER AND ASSOCIATES, ATTORNEYS, P.A.
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751
Phone: (407) 644-6535
Fax: (407) 644-8369

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 20 day of January, 1999, by BERRY J. WALKER, JR., who did take an oath.

Check One:

He/she is personally known to me; or
☒ He/she has produced Florida Driver's License as identification.



NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:

AFFIDAVIT OF MEMBERSHIP WITH REGARD TO:
SHAMROCK INVESTMENT GROUP, L.C.
A FLORIDA LIMITED LIABILITY COMPANY

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned authority, personally appeared, Samir Sharma, an Organizing Member of **SHAMROCK INVESTMENT GROUP, L.C.**, a Florida limited liability company, who, upon first being duly sworn according law, deposes and says:

1. My name is Samir Sharma, and I am over the age of twenty-one years, sui juris, and competent to make this affidavit from my own personal knowledge.

2. There are two Organizing Members of **SHAMROCK INVESTMENT GROUP, L.C.**, a Florida limited liability company whose names and mailing addresses are as follows:

Name	Address
Agni International Property Holdings, Ltd., a Bahamas Corporation	c/o Ansbacher (Bahamas) Limited P.O. Box N-7768 Bank Lane Nassau, Bahamas
Samir Sharma	42 East Princeton Street Orlando, Florida 32804

3. As of the date of the filing of this Affidavit, the following persons have made contributions of capital to **SHAMROCK INVESTMENT GROUP, L.C.**, a Florida limited liability company as follows:

Name	CAPITAL CONTRIBUTION/CAPITAL ACCOUNT
Agni International Property Holdings, Ltd., a Bahamas Corporation	\$280,000.00
Samir Sharma	\$0.00

4. The agreed value of any property contributed by the members is **NONE**.

It is anticipated that the Members shall make no further or additional contributions to **SHAMROCK INVESTMENT GROUP, L.C.**, a Florida limited liability company.

5. This Affidavit is made for the purpose of complying with Chapter 608 of the Florida Statutes regarding formation of a limited liability company.

FURTHER AFFIANT SAYETH NOT.

ORGANIZING MEMBER:



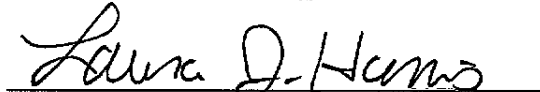
Samir Sharma

STATE OF: FLORIDA
COUNTY OF: ORANGE

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 20 day of January, 1999, by Samir Sharma, who did take an oath.

Check One:

☐ He/she is personally known to me; or
☒ He/she has produced A. drivers license as identification.


NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:

Laura J Harris
My Commission CC745649
Expires May 27, 2002

EXHIBIT "1"
MEMBERS/ORGANIZING MEMBERS AND
PERCENTAGE OF OWNERSHIP OF EACH

Name	PERCENTAGE OF OWNERSHIP	Address
Agni International Property Holdings, Ltd., a Bahamas Corporation	99%	c/o Ansbacher (Bahamas) Limited P.O. Box N-7768 Bank Lane Nassau, Bahamas
Samir Sharma	1%	42 East Princeton Street Orlando, Florida 32804

EXHIBIT "2"
CAPITAL CONTRIBUTIONS/INITIAL CAPITAL ACCOUNTS

Name	CAPITAL CONTRIBUTION/CAPITAL ACCOUNT
Samir Sharma	\$0.00
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