

L99000001472

Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 922-4003

## From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
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Fax Number : (305) 716-0346

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TALLAHASSEE, FLORIDA

## LIMITED LIABILITY COMPANY

TAI GROUP, LLC

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**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State

March 16, 1999

**BERNARD BRYANT**  
847 N.W. 119 ST., #205  
MIAMI, FL 33168

**SUBJECT: TAI GROUP, LLC**  
**REF: W99000006322**

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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) 487-6913.

Diane Cushing  
Corporate Specialist

FAX Aud. #: H99000006153  
Letter Number: 499A00012624

**ARTICLES OF ORGANIZATION  
OF  
TAI GROUP, LLC**

The undersigned, being the sole members of TAI GROUP, LLC, a Florida Limited Liability company (the "company"), hereby form a limited liability company under the laws of the State of Florida.

**ARTICLE I COMPANY NAME**

The name of this company is : TAI GROUP, LLC

**ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE**

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence upon the filing of these executed Articles of Organization with the Florida Department of State, and shall continue perpetually, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

**ARTICLE III. MAILING ADDRESS OF COMPANY**

The mailing address of this Company is:

12741 S.W. 149 STREET  
MIAMI, FLORIDA 33186

**ARTICLE IV. STREET ADDRESS OF COMPANY**

The Street address of the principal office of the company is:

12741 S.W. 149 STREET  
MIAMI, FLORIDA 33186

**ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS**

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

CANDIDO F. TEJADA  
12741 S.W. 149 STREET  
MIAMI FLORIDA 33186

Prepared By: Bernard Bryant  
847 N.W. 119st. #205  
Miami, Florida 33168  
Phone #(305)-685-5918

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PALM BEACH, FLORIDA

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**ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS**

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company in attendance at a duly called meeting of the members of the Company at which a quorum exists or by written consent of the holders of not less than ninety percent (90.00%) of the Shares in the Company. Any new member which is approved by the 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 members of the Company, and upon such member's agreement to comply with these Articles of Organization, the Regulation and such other documents, statutes, rules, regulations or guidelines as the members of the Company may from time to time determine in their sole discretion.

**ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER**

An assignee of a member's interest in the Company may become a member of the Company and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members of the Company or by written consent of the holder of not less than ninety percent (90.00%) of the Shares in the Company (excluding the member seeking to transfer his interest in the Company) as set forth in the Regulations, provided such assignment and admission of such

assignee as a member complies with the terms and conditions of the Regulations of the Company.

**ARTICLE VIII. DISSOLUTION OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continues membership of a member in the Company, the Company shall be dissolved unless the other members elect to continue the Company either upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company, which vote is taken at a duly called meeting of the members of the Company or by written consent of the holders of not less than ninety (90.00%) of the Shares in the Company, and so long as there remains not less than two (2) members of the Company.

**ARTICLE IX. MANAGERS**

The Company shall be managed by managers, The names and address of the initial managers are set forth below. The initial managers shall serve the first annual meeting of the members of the Company or until their successors are elected and qualify.

Initial Managers:

Adress

CANDIDO TEJADA

12741 S.W. 149 STREET  
MIAMI FLORIDA 33186

ALBERTO ANNECCHINO

12741 SW 149 STREET  
MIAMI FLORIDA 33186

FADI INKLIZIAN

12741 SW 149 STREET  
MIAMI FLORIDA 33186

**ARTICLE X. RETURN OF CAPITAL**

No member shall have the right to demand the return of his or its contribution to capital except as provided in the regulations

then in existence.

**ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION**

Members may adopt, alter amend or repeal any provision of the Articles of Organization upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company which vote is taken at a duly called meeting of the members of the Company or by written consent of the holders of not less than ninety percent (90.00%) of the Shares in the Company.

**ARTICLE XII. AMENDMENT OF REGULATIONS**

Pursuant to Section 608.423(1) of the Act, the managers of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the affirmative vote of a majority of those managers of the Company in attendance at a meeting of the managers duly called at which a quorum exists or by written consent of a majority of the managers of the Company; provided, however, any provision which has been previously adopted, altered or amended by the members of the Company and which states that it may only be amended, altered or repealed by the members of the Company, may not be altered, amended or repealed by the managers but shall only be amended, altered or repealed upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company which vote is taken at a duly called meeting of the members of the Company or by written consent of the holders of not less than ninety percent (90.00%) of the Shares in the Company.

IN WITNESS WHEREOF, the members of the Company have executed the foregoing Articles or Organization this 15 day of MARCH 1999

TAI GROUP LLC.  
a Florida Corporation

By: [Signature]  
CANDIDO TEJADA, PRESIDENT/SECRETARY

BY: [Signature]  
ALBERTO ANNECCHINO, VICE PRESIDENT

BY: [Signature]  
FADI INKLIZIAN, VICE PRESIDENT

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TALLAHASSEE, FLORIDA

#### AFFIDAVIT OF CAPITAL CONTRIBUTION

Pursuant to Section 608.407(2) of the Florida Liability Company Act, the undersign as an officer or authorized representative of an initial member of TAI GROUP LLC. A Florida limited liability company (the "Company") who, upon being duly sworn, certifies the following:

1. As of the date hereof, the amount of capital contribution to the Company made by its members is zero. The Capital contribution will be made as the partner purchase property for

investment.

2. The Anticipated amount of capital contribution by the members is \$100,000.00

3. There is no other contribution to the company by members.

4. The initial Partership ownership is as follows:

CANDIDO TEJADA	50%
ALBERTO ANNECCHINO	25%
FADI INKLIZIAN	25%

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, the undersigned, as an officer or authorized representative of a member of the Company, declares that the undersigned has read the foregoing and that the facts alleged are true, to the best of the undersigned's knowledge and belief.

DATED: March 15, 1999.

TAI GROUP, LLC.  
a Florida corporation

BY: [Signature] I accept the designation as registered agent  
CANDIDO TEJADA, President / Registered agent

SWORN TO AND SUBSCRIBED before me, the undersigned authority, this \_\_\_ day of January, 1999, by CANDIDO TEJADA, as President of TAI GROUP, LLC a Florida corporation, who is personally known to me and who did take an oath.

My Commission Expires:

[Signature]  
Notary Public, State of Florida  
Print Name: \_\_\_\_\_

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