

L02000005141

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000048713 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR -5

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : FERNANDO JIMENO
Account Number : 074553003252
Phone : (305) 826-1711
Fax Number : (305) 826-1738

RECEIVED
02 MAR -5 AM 7:28
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

GYM INTERNACIONAL MAGAZINE, L.L.C.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

Department of State 3/4/2002 4:26 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR -5

March 4, 2002

FERNANDO JIMENO

SUBJECT: GYM INTERNACIONAL MAGAZINE, L.L.C.
REF: W02000006107

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.

You must remove the term "corporation" from Article III,

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) 245-6967.

Michelle Hodges
Document Specialist

FAX Aud. #: H02000048713
Letter Number: 002A00012954

H02000048713 0

**ARTICLES OF ORGANIZATION
OF
GYM INTERNACIONAL MAGAZINE, L.L.C.**

The undersigned hereby subscribes to these Articles of organization for a Limited Liability Company under the Laws of the State of Florida.

ARTICLE I - NAME

The name of this Limited Liability Company is :

GYM INTERNACIONAL MAGAZINE, L.L.C.

ARTICLE II - ADDRESS

Its principal and mailing address shall be located at :

7205 N.W. 68th Street Suite 14

Miami, Florida 33166

ARTICLE III - DURATION

This Limited Liability Company shall exist perpetually unless dissolved according to Florida law.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is :

**TEODORO M TEIXEIRA
7205 N.W. 68th Street Suite 14
Miami, FL 33166**

ARTICLE V - ADDITIONAL MEMBERS

Additional members to the Company may be admitted, but only if all the current members, by unanimous written consent, agree to the admission of the additional members and to the terms of admission.

Document prepared by : Fernando Jimeno 1140 W 50 Street # 207-A Hialeah FL 33012 305-826-1711

H02000048713 0

02 MAR -5

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H02000048713 0

ARTICLE VI - TERMINATION OF MEMBERSHIP

If a member of the Company or a shareholder of any member of the Company, as applicable, 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 shall continue the business of the Company unless the remaining members elect to discontinue the business of the Company in accordance with the provisions of the Regulations.

ARTICLE VII - MANAGEMENT OF THE COMPANY

The management of the Company is reserved to its members. The Company shall be initially be managed by the following members who shall serve as the managing members until the first annual meeting of the members or until their respective successors are elected and qualified :

- Teodoro M Teixeira** 7205 N W 68th Street Ste 14 Miami, FL 33166
- Liliana M. Teixeira** 7205 N W 68th Street Ste 14 Miami, FL 33166
- Ivonne A. Ramirez** Cra 75 A # 48-67 Barrio Normandia
Bogota, Colombia
- Manuel A Espitia** Cra 75 A # 48-67 Barrio Normandia
Bogota, Colombia
- Oscar Espitia** Cra 75 A # 48-67 Barrio Normandia
Bogota, Colombia

Thereafter, the Company shall be managed by the managing members who shall be elected annually as provided in the Regulations.

ARTICLE VIII - REGULATIONS

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

H02000048713 0

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR -5

H02000048713 0

ARTICLE IX - DATE OF EXISTENCE OF THE COMPANY

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

The undersigned has executed these Articles of Organization effective on March 4th, 2002.

Signature of a member or/and authorized representative of a member.

Teodoro M. Teixeira
Teodoro M Teixeira- Member

02 MAR -5

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H02000048713 0

H02000048713 0

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.

The name of the Limited Liability Company is :

GYM INTERNACIONAL MAGAZINE, L.L.C.

The name and address of the registered agent and office is :

**TEODORO M. TEIXEIRA
7205 N.W. 68th Street Suite 14
Miami, FL 33166**

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

Teodoro M. Teixeira

Teodoro M Teixeira
Registered Agent

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR -5

H02000048713 0