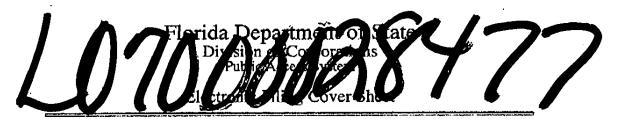
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To:

Division of Corporations

Pax Number # (850)2

1 (850)205-0383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (561)694-8107

Fax Number : (561)694-1639

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## V CO

### FLORIDA/FOREIGN LIMITED LIABILITY CO.

### Onica Investments LLC

Certificate of Status	1
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Page Count	04
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March 15, 2007

### FLORIDA DEPARTMENT OF STATE

CORPORATE CREATION INTERNATIONAL INC.

SUBJECT: ONICA INVESTMENTS LLC

REF: W07000012866

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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 245-6984.

Deborah Bruce Document Specialist FAX Aud. #: E07000067679 Letter Number: 007A00018168

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SECKETARY OF STATE

N. Chine

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### ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: Onica Investments LLC

### Article II. Address

The street and mailing address of the Company's initial principal office is:
Onica Investments LLC
2525 Ponce de Leon Blvd., Suite 400
Coral Gables FL 33134

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

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### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Leopoldo (Leo) Martinez, Esq. i FL Bar Member Adorno & Yoss LLP 2525 Ponce de Leon Bivd., Suite 400 Coral Gables FL 33134 954-604-3990

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### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

### Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

LEOPOLDO MARTINEZ 2525 Ponce do Leon Blvd., Suite 400 Coral Gables FL 33134 WALDO ORDONEZ 2525 Ponce de Leon Blvd., Suite 400 Coral Gables FL 33134

.....

### Article VII. Company Existence

The Company's existence shall begin effective as of March 14, 2007.

The undersigned authorized representative of a member executed these Articles of Organization on March 14, 2007.

LEOPOLDO (LEO) MARTINEZ, ESQ.

by Y.Huberdeau as attorney-in-fact

Leopoldo (Leo) Martinez, Esq. I FL Bar Member Adomo & Yoss LLP 2525 Ponce de Leon Blvd., Suite 400 Coral Gables FL 33134 954-604-3990

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### STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

Onica Investments LLC

### **REGISTERED AGENT/OFFICE:**

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 UNITED STATES O7 HAR 15 AM 9: 21
SECRETARY OF STATE
ALL AHASSEE FLORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC.

Yulia Huberdeau, Assistant Secretary

Date: March 14, 2007.

Leopoldo (Leo) Martinez, Esq. 1 FL Bar Member Adorno & Yoss LLP 2626 Ponce de Leon Blvd., Suite 400 Coral Gables FL 33134 954-604-3990

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