

L080000018537

Florida Department of State
Division of Corporations
Public Access System

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.

(((H08000044560 3)))



H080000445603ABC

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

To: Division of Corporations
Fax Number : (850) 617-6383

L. SELLERS

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FEB 21 2008

EXAMINER

FLORIDA/FOREIGN LIMITED LIABILITY CO.

espiga holdings, llc

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 05 |
| Estimated Charge | \$155.00 |

RECEIVED
08 FEB 20 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
2008 FEB 20 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

1108000044560

ARTICLES OF ORGANIZATION
OF
ESPIGA HOLDINGS, LLC

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is **ESPIGA HOLDINGS, LLC** (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

325 South Biscayne Boulevard
Suite 3522
Miami, Florida 33131

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 500 South Pointe Drive, Suite 230, Miami Beach, Florida 33139 as the street address of the initial registered office of the Company and names Bratter Krieger LLP as the Company's initial registered agent at that address to accept service of process within this state.

This Instrument Prepared By:
Bratter Krieger, LLP
Matthew Krieger, Esq.
500 South Pointe Drive, Suite 230
Miami Beach, Florida 33139
Telephone: (305) 674-8472

2008 FEB 20 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

0544000044560

ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Manager, who shall serve in such capacity until her successor(s) are duly elected and qualified, shall be:

Manager: CARLOS A. ESPINOSA

ARTICLE V

OFFICERS

The Officer, who shall serve in such capacity until his successor(s) are duly elected and qualified, shall be:

President: CARLOS A. ESPINOSA

ARTICLE VI

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

ARTICLE VII

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VIII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon

2008 FEB 20 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

ARTICLE IX

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 20th day of February, 2008.



Matthew Krieger, Esq.
Duly Authorized Representative of a
Member

FILED

2008 FEB 20 AM 11:33

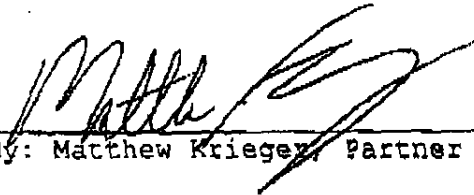
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H08000044560

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **ESPIGA HOLDINGS, LLC**, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 20th day of February, 2008.

BRATTER KRIEGER LLP


By: Matthew Krieger, Partner

FILED

2008 FEB 20 AM 11:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H08000044560