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FLORIDA LIMITED LIABILITY CO.
VB PARTNERS, LLC

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ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The Name of the Limited Liability Company is: **VB Partners, LLC**

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ARTICLE II - Principal Office

The mailing address and street address of the principal office of the Limited Liability Company is: **220 71st Street Suite 222 Miami Beach, Fl 33141**

ARTICLE III - Purpose and Powers

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Act.

ARTICLE IV - Duration

The period of duration for the Limited Liability Company shall be: **Perpetual**

ARTICLE V - Initial Managers and Management

The Limited Liability Company is to be initially managed by six managers and the name and address of such manager who is to serve as manager is:

Manager: Victor Ballestas
Address: 220 71st Street Suite 222 Miami Beach, Fl 33141

Manager: Victor M Ballestas, Jr.
Address: 220 71st Street Suite 222 Miami Beach, Fl 33141

Manager: Ivette Ballestas
Address: 220 71st Street Suite 222 Miami Beach, Fl 33141

Manager: Loren Y Ballestas
Address: 220 71st Street Suite 222 Miami Beach, Fl 33141

Manager: Ivonne M Ballestas
Address: 220 71st Street Suite 222 Miami Beach, Fl 33141

Manager: Vanessa Ballestas
Address: 220 71st Street Suite 222 Miami Beach, Fl 33141

The initial managers shall serve until the first meeting of members, or until their successors are elected and qualified, or until the death or resignation of any such manager.

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ARTICLE VI - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: **Pursuant to the Members Agreement/Regulations**

ARTICLE VII - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on 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 in the limited liability company shall be: **Pursuant to the Members Agreement/Regulations**

ARTICLE VIII - Initial Registered Agent and Office

The initial registered agent for this limited liability company and the street address of the initial registered agent are:

Name: **Jorge A. Fernandez, P.A.**
Address: **2600 Douglas Rd. PH-8 Coral Gables, Fl 33134**

ARTICLE IX - Regulations

The regulations of this limited liability company may only be adopted, amended, altered or repealed: **As provided for in the Members Agreement/Regulations**

ARTICLE X - Amendments

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 11th day of December, 2012.



Jorge A. Fernandez
Authorized Representative of the members.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

VB Partners, LLC

1. The name and street address of the registered agent is:

Name: **Jorge A. Fernandez, Esquire**

Address: **2600 Douglas Rd. PH-8 Coral Gables, FL 33134**

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.

Date: December 11, 2012



Jorge A. Fernandez, Esquire

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