

8/30 Jun. 30. 2014 1:40 PM

140001565973

Division of Corporations

No. 1007 P. 1

Florida Department of State
Division of Corporations
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.

(((H14000156597 3)))



H140001565973ABCS

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

RECEIVED

14 JUN 30 PM 4:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

From: Account Name : J. LUIS QUINTANA & ASSOCIATES
Account Number : I20070000041
Phone : (305) 446-0300
Fax Number : (305) 446-2070

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: jlg@quintanawilliams.com

FLORIDA LIMITED LIABILITY CO.
MS CAPITAL 2014, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
14 JUN 30 PM 4:10
FILED

(H140001565973)

**ARTICLES OF ORGANIZATION OF
MS CAPITAL 2014, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act (the "Act") of the State of Florida pursuant to Chapter 605 of the Florida Statutes hereby makes, acknowledges, and files the following Articles of Organization providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

**ARTICLE I
NAME**

The name of the limited liability company shall be **MS CAPITAL 2014, LLC** (the "Company").

**ARTICLE II
MEMBERS**

The Company shall have one or more members (the "Members"). The name of the initial Member is P. Nelson Rodriguez and his mailing address is 10000 SW 56th Street, Suite 32, Miami, Florida 33165.

**ARTICLE III
MAILING ADDRESS**

The mailing address for the Company shall be 10000 SW 56th Street, Suite 32, Miami, Florida 33165.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Company is 10000 SW 56th Street, Suite 32, Miami, Florida 33165 and the name of the company's initial Registered Agent for service of process in the State of Florida, at that address is P. Nelson Rodriguez.

**ARTICLE V
PURPOSES AND POWERS**

The Company, to the fullest extent permitted by the Act (in effect now and as hereafter amended), may engage in any activity or business permitted under the laws of the United States, any State, or any foreign country, and shall all the powers and rights granted and conferred upon limited liability companies by the laws of the State of Florida, unless otherwise limited by the Operating Agreement of the Company.

**ARTICLE VI
DURATION**

The term and duration of the Company shall be perpetual, unless terminated in accordance with the Operating Agreement of the Company or otherwise terminated in accordance with law.

(H140001565973)

Page 2 of Articles of Organization of
MS CAPITAL 2014, LLC

(H140001565973)

**ARTICLE VII
STREET ADDRESS OF PRINCIPAL OFFICE**

The street address of the principal office of the Company shall be located at 10000 SW 56th Street, Suite 32, Miami, Florida 33165, but it shall have the power and authority to establish branch offices at any other place or places as the Members may designate.

**ARTICLE VIII
MEMBERSHIP RESTRICTIONS**

Additional Members may be admitted to the Company only upon the unanimous consent of all existing Members of the Company. Contributions required of new Members shall be determined as of their time of admission to the Company in accordance with the Operating Agreement of the Company. A Member's interest in the Company shall be considered personal property, notwithstanding the actual nature of the assets owned by the Company, and may not be sold or otherwise transferred except in strict accordance with the Operating Agreement of the Company.

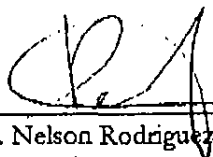
**ARTICLE IX
MANAGEMENT**

All Company powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed by one or more Managers. Accordingly, the Company is a Manager-managed limited liability company. The name of the initial Manager is P. Nelson Rodriguez and his business address is 10000 SW 56th Street, Suite 32, Miami, Florida 33165. The authority of the Managers is not absolute and is limited by the Operating Agreement.

**ARTICLE X
EXECUTION & ORGANIZER**

The person signing these articles is P. Nelson Rodriguez and his mailing address is 10000 SW 56th Street, Suite 32, Miami, Florida 33165. The undersigned initial Manager hereby certifies that the foregoing constitutes the Articles of Organization of MS CAPITAL 2014, LLC.

Dated this 27 day of June, 2014.



P. Nelson Rodriguez
Initial Manager

[In accordance with Section 605.0205 Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts herein are true]

(H140001565973)

Page 3 of Articles of Organization of
MS CAPITAL 2014, LLC

(#14-000156597 3)

REGISTERED AGENT STATEMENT OF ACCEPTANCE

Having been named as Registered Agent to accept service of process in the State of Florida for MS CAPITAL 2014, LLC, (the "Company") at the address designated on the Articles of Organization of the Company, pursuant to the requirements of Section 605.0113, Florida Statutes, the undersigned Registered Agent hereby accepts the appointment as Registered Agent of the Company and agrees to act in that capacity. The undersigned Registered Agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of a registered agent, and is familiar with and accepts the obligations of the said position.

Dated this 27 day of June, 2014.

REGISTERED AGENT



P. Nelson Rodriguez
10000 SW 56th Street, Suite 32
Miami, Florida 33165

[In accordance with Section 605.0205 Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts herein are true]

FILED
14 JUN 30 PM 9:10
MILWAUKEE
STATE
FLORIDA

(#14-000156597 3)