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FLORIDA LIMITED LIABILITY CO.  
MOGNA TWO LLC

Certificate of Status	1
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15 SEP 25 PM 3:16  
MAGNATWO LLC

15 SEP 25 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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September 25, 2015

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
LAZARUS CORPORATE FILING SERVICE, INC.

SUBJECT: MOGNA TWO LLC  
REF: W15000063967

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes. The proper form is enclosed for your convenience.

The document is illegible and not acceptable for imaging. We ask that you type or carefully print the information in the appropriate blocks.

The registered agent and street address must be consistent wherever it appears in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Jessica A Fason  
Regulatory Specialist II

FAX Aud. #: H15000229180  
Letter Number: 115A00020277

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**ARTICLES OF ORGANIZATION  
OF  
-MOGNA TWO LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 605, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE 1 - NAME**

The name of the limited liability company shall be **MOGNA TWO LLC** ("company").

**ARTICLE 2 - ADDRESS**

The principal place of business of the Company in **-USA-** shall be at **-1343 WEST 80<sup>TH</sup> STREET-----**  
**HIALEAH FLORIDA 33014**

**ARTICLE 3 - MAILING ADDRESS**

The Initial **MAILING ADDRESS** of this Company is **-1343 WEST 80<sup>TH</sup> STREET HIALEAH, FLORIDA 33014-----**

**ARTICLE 4 - REGISTERED AGENT**

The name and address of the Registered Agent of.  
**RAFAEL SANCHEZ-**  
**-2300 WEST 84<sup>TH</sup> STREET SUITE #102**  
**HIALEAH, FLORIDA 33016-**

**ARTICLE 5 - EFFECTIVE DATE**

These Articles of Organization shall be effective immediately upon approval of the Secretary of State of Florida.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLE 6 - DURATION**

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE 7 - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is Continued by the consent of all the remaining members, provided there are at least one remaining member.

**ARTICLE 8 - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to engage in the business of telecommunications and minute carrier services and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE 9 - MANAGEMENT**

The Company shall be managed by a manager or manager(s) in accordance with regulations adopted by the member(s) of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name of all such managers(s) who is/are to serve as manager(s) is/are:

Operating Manager: GUILLERMO SANCHEZ-

MANAGER: FRANCISCA VALLECILLO -

Whose mailing address shall be the same as the principal office of the Company.

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**ARTICLE 10- CERTAIN POWERS OF MANAGERS**

**Without limiting the generality of Rights and Duties of Managers, the Managers shall have power and authority, on behalf of the Company:**

- (a) To acquire or lease property from any person as the Manager(s) may determine, whether or not such person is directly or indirectly affiliated or connected with any Manager or Member;**
- (b) To borrow money for the Company from banks, other lending institutions, the Managers, Members, or affiliates of Managers or Members on such terms as the Managers deem appropriate, and in connection therewith, to hypothecate, encumber and grant security interest in the assets of the Company to secure repayment of the borrowed sums. No debt shall be contracted or liability incurred by or behalf of the Company except by the Managers, or to the extent permitted under the Act, by agents or employees of the Company expressly authorized to contract such debt or incur such liability by the Manager(s);**
- (c) To purchase liability and insurance to protect the Company's property and business;**
- (d) To hold and own Company real and personal properties in the name of the Company;**
- (e) To invest Company funds in time deposits, short-term governmental obligations, commercial paper or other investments;**
- (f) To execute on behalf of the Company all instruments and documents, including, without limitation, checks, drafts, notes and other negotiable instruments; mortgages or deeds of trust; security agreements; financing statements; documents providing for acquisition, mortgage or disposition of the Company's property; assignments, bills of sale; leases; and many other instruments or documents necessary to the business of the Company;**
- (g) To open Bank Accounts. The Manager(s) may open bank account in the name of the Company, and the Managers shall be the sole signatory.**

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**ARTICLE 11 - MEMBERS**

The Managers of the Company shall be elected by the member(s) in accordance with regulations by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. These name and address of the member(s) of the Company are:

**GUILLERMO SANCHEZ**                      1343 WEST 80<sup>TH</sup> STREET  
HIALEAH, FLORIDA 33014

**FRANCISCA VALLECILLO**                      1343 WEST 80<sup>TH</sup> STREET  
HIALEAH, FLORIDA 33014

**ARTICLE 12 - ADMISION OF NEW MEMBERS**

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the members(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF ORGANIZATION**

**RAFAEL SANCHEZ---**, having a business office identical with the registered office of the Company name above, and having been designated ad the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 605 Florida Statues and other applicable Florida Statues.

**RAFAEL SANCHEZ**

**2300 WEST 84<sup>TH</sup> STREET - Suite 102  
HIALEAH, FLORIDA 33016**

By. *Rafael Sanchez*  
Name, **RAFAEL SANCHEZ**

**IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribe these Articles of Organization at Miami, Florida, for the foregoing uses and purposes, this date: \_\_\_\_\_**

X *[Signature]*  
**, Authorized Representative of  
the Members  
GUILLERMO SANCHEZ  
1343 WEST 80<sup>TH</sup> STREET  
HIALEAH, FLORIDA 33014**

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