

Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

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Division of Corporations

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FLORIDA LIMITED LIABILITY CO. 35 BRICKELL HOUSE LLC

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STATE OF FLORIDA ARTICLES OF ORGANIZATION OF 35 BRICKELL HOUSE LLC

(A Florida Limited Liability Company)

ARTICLE I - NAME:

The name of the Limited Liability Company is: 35 BRICKELL HOUSE LLC

ARTICLE II - ADDRESS:

The mailing address and street address of the principal office of the Limited Liability Company is:

7900 SW 57 Ave, Ste 12 South Miami, FL 33143

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is carlier dissolved as provided in these Articles of Organization.

ARTICLE IV- PURPOSE AND POWERS

The general purpose for which the Company is organized is to operate the business of 35 BRICKELL HOUSE LLC, 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.

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ARTICLE V- ADMISSION OF NEW MEMBERS

No additional member shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest as set forth in the operating agreement 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 other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. The existing members shall determine the amount and nature of the contributions by new members at the time new members are admitted.

ARTICLE VI- CONTINUATION OF BUSINESS

The remaining members of the Company have the right 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 Company. The business may be continued only on the unanimous written consent of the remaining members; otherwise, the Company shall be dissolved.

ARTICLE VII- MANAGEMENT

The Company shall be managed by one or more authorized members. The name and address of each person/entity authorized to manage and control the Limited Liability Company is:

Title:

Authorized Member

Name:

Touville LLC 5001 NW 36 St

Address:

Miami Springs, FL 33166

Title:

Authorized Member

Name:

Amkax Corp

Address:

7900 SW 57 Ave Ste 12

South Miami, FL 33143

Title:

Authorized Member

Name:

Yami Corp

Address:

7900 SW 57 Ave Ste 12 South Miami, FL 33143

Title:

Authorized Member

Name:

Leroca Inc

Address:

7900 SW 57 Ave Ste 12

South Miami, FL 33143

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<u> ARTICLE VIII – REGISTERED AGENT</u>

The name and the Florida street address of the registered agent are:

Echeverria & Associates PA 7900 57 Ave, Ste 12 South Miami, FL 33143

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 as provided for in Chapter 605, F.S..

Registered Agent's Signatura

ARTICLE IX - INDEMNIFICATION

This Company shall indemnify any and all of its members, managers, directors, officers, employees or agents or former members, managers, directors, officers, employees or agents or any person or persons who may have served at its request as a member, manager, director, officer employee or agent of another corporation, partnership, joint venture, trust or other enterprise to the full extent permitted by law. Said indemnification shall include, but not limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his beings or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any member, manager, director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

IN WITNESS WHEREOF, the undersigned organizer executes this document in accordance with section 605.0203 (1) (b), Florida Statutes this 1st day of October, 2015. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I acknowledge that I have read the above "Notice of Annual Report" statement and understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this LLC and every year thereafter to maintain "active" status.

Juan Carlos Echeverria, Organizer

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