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Jaime Davila

FILED

2735 W 61 Pl # 106

Hialeah, FL 33016

May 13, 1997

97 MAY 16 PM 2:42

TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400002181734--7

-05/16/97--01101--002

****293.75 ****293.75

LLC Filings Office:

I enclose an original and one copy of the proposed Articles of Organization of "The Fútbol - Soccer Company, L.C.," a proposed domestic limited liability company.

Please file the Articles of Organization and return a file-stamped copy of the original Articles or other receipt, acknowledgment or proof of filing to me at the address above.

A check in the amount of \$293.75, made payable to your office is enclosed. This check is intended to cover the Filing Fee, the Designation of Registered Agent, and Certificate of Status.

Sincerely,

Jaime Davila

Jaime Davila,
Organizer

Enc.: Articles of Organization; check

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY

STAMP: MAY 16 PM 2:42

ARTICLE I - Name:

The name of the Limited Liability Company is:

THE FÚTBOL-SOCCER COMPANY, L.C.

ARTICLE II - Address:

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

2735 W. 61 PL. Suite 106 This is both the mailing and street address.
Hialeah, FL 33016

ARTICLE III - Duration:

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

perpetual.

ARTICLE IV - Management:

(check and complete the appropriate statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Jaime Dávila
2735 W 61 PL #106
Hialeah, FL 33016

Jorge Dávila
2735 W 61 PL #106
Hialeah, FL 33016

ARTICLE V - 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:

A member shall not transfer any part or all of his or her membership in this LLC unless all nontransferring members in the LLC first agree to approve the admission of the transferee into this LLC. Furthermore, no member may encumber any part or all of his or her membership in this LLC by mortgage, pledge, granting of a security interest, lien or otherwise, unless the encumbrance has first been approved in writing by all other members of the LLC.

Notwithstanding the above provision, any member shall be allowed to assign an economic interest in his or her membership to another person without the approval of the other members. Such an assignment shall not include a transfer of a member's voting or management rights in this LLC, and the assignee shall not become a member of the LLC.

ARTICLE VI - 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:

The death, insanity, bankruptcy, retirement, or expulsion of any member-manager will cause the dissolution of this LLC, except that within 90 days of the happening of any of those events, all remaining members of the LLC may vote to continue the legal existence of this LLC, in which case the LLC shall not dissolve.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

The undersigned member or authorized representative of a member of _____
THE FUTROL-SOCCER COMPANY, L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 5,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ —
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 25,000
- 5) the total amounts of 2, 3 and 4 is \$ 30,000

Jaime Davila and Jorge Davila
Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: _____

THE FUTBOL-SOCCER COMPANY, L.C.

2. The name and address of the registered agent and office is:

Jaime Davila
(NAME)

2735 W. 61 PL #106
(P. O. Box NOT ACCEPTABLE)

Melark, FL 33016
(CITY/STATE/ZIP)

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.

Jaime Davila
(SIGNATURE)

May 13, 1997
(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent