

(305) 372-4000  
 FAX (305) 372-5901

August 4, 1995

Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

400001554634  
-08/08/95--01038--001  
\*\*\*285.00 \*\*\*285.00

**Dear Sir or Madam:**

This law office represents Herfa Enterprises, Inc. We have enclosed for filing the Articles of Organization of Herfa Enterprises, L.C., a limited liability company. Also enclosed is office check #1005 in the amount of \$285.00 (filing fee - \$250.00; registered agent fee - \$35.00).

Thank you for your attention to this matter. If you have any questions feel free to contact this office.

Sincerely,

MACIA &amp; MACIA

John M. Stein

**Federico M. Macia, Esq.**

W95-16047

**Enclosure**

AL AUG 28 1995

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG 28 PM 3:50



FLORIDA DEPARTMENT OF STATE

August 9, 1995

Sandra B. Mortham  
Secretary of State

MACIA & MACIA, ESQ.  
848 BRICKELL AVE., SUITE 601  
MIAMI, FL 33131

SUBJECT: HERFA ENTERPIRSES, L.C.  
Ref. Number: W95000016047

We have received your document for HERFA ENTERPIRSES, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 395A00037384

LAW OFFICES  
**MACIA & MACIA**

848 BRICKELL AVENUE  
SUITE 601  
MIAMI, FLORIDA 33131

TEL (305) 372-1888  
FAX (305) 372-8901

August 18, 1995

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

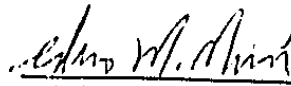
Dear Sir or Madam:

This law office represents Herfa Enterprises, Inc. The enclosed Affidavit is submitted pursuant to your request of August 9, 1995 (copy enclosed).

Thank you for your attention to this matter. If you have any questions feel free to contact this office.

Sincerely,

MACIA & MACIA



Federico M. Macia, Esq.

Enclosure

**ARTICLES OF ORGANIZATION**  
**OF**  
**HERFA ENTERPRISES, L.C.**

We, the organizers hereof, do hereby execute these Articles of Organization of **HERFA ENTERPRISES, L.C.** a limited liability company organized under and pursuant to the Provisions of Chapter 608, Florida Statutes, 1987.

**ARTICLE I - NAME**

The name of the limited liability company is: **HERFA ENTERPRISES, L.C.**

**ARTICLE II - EXISTENCE**

This limited liability company shall exist from the date of the filing of these Articles of Organization with the Department of State, Tallahassee, Florida, or such other offices thereof authorized to accept same, and for a maximum period of thirty (30) years from the date of the filing hereof, unless otherwise terminated prior thereto in accordance with the law.

**ARTICLE III - PURPOSE OF ORGANIZATION**

This company is organized for the express purpose of receiving buying, acquiring, owning developing, renting, selling, leasing and/or in any other manner dealing in real and personal property located within the State of Florida, and for any and all other acts or purposes permitted under Section 608.404, Florida Status, 1987 and under any and all other applicable or governing laws of the State of Florida, except as any of the foregoing acts and/or purposes may be otherwise barred or restricted by law.

#### **ARTICLE IV - PLACE OF BUSINESS AND REGISTERED AGENT**

(A) Place of Business: The company's place of business within the state of Florida is at the following address:

628 Northwest 89th Avenue  
Plantation, FL 33324

(B) Registered Agent: The name and address of the Registered Agent of the company are:

Federico M. Macia, Esq.  
Macia & Macia  
848 Brickell Avenue  
Suite 601  
Miami, Florida 33131

#### **ARTICLE V - ADMISSION OF NEW MEMBERS**

Unless otherwise herein specified, no new members shall be admitted to the company during the term of its existence. Additional members may be admitted only at such times and on such terms as they may unanimously agree.

#### **ARTICLE VI - TOTAL CONTRIBUTIONS BY MEMBERS**

(A) Initial Contributions of Cash and/or Property by Members: Immediately following the filing of these Articles of Organization, the members shall contribute to the company cash in the amount of One Thousand (\$1,000.00) Dollars as follows:

Rodolfo Hernandez, C.	-	\$500.00
Violeta Isabel Fajardo Prado	-	\$500.00

(B) Unless otherwise specified herein, the members shall not be required at any time to make any additional contributions of cash or property to the company, unless a majority

interest of the members agree to thereto in writing.

#### **ARTICLE VII - INTERESTS OF MEMBERS**

All interests of members in the company shall be considered personal property and not real property. Any interest of a member in the company shall be transferred only as provided in an operating agreement to be adopted by the majority interest of all members, which agreement shall be kept and maintained with these Articles of Organization as part of the official records of the company.

#### **ARTICLE VIII - CONTINUATION AFTER INVOLUNTARY TERMINATION**

In the event of termination of the company due to death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or any other event which involuntarily terminates the company, i.e., without the consent of majority of the ownership in the company, then and in that event the remaining and/or surviving members shall be fully entitled to continue the business of the company provided that not less than a majority of the ownership interests then remaining shall have agreed to do so in writing.

#### **ARTICLE IX - MANAGEMENT OF THE COMPANY**

(A) Management by Members: Unless otherwise specifically stated herein, management of the company shall be reserved to and be by the members of the company. The names of the members of the company are:

Name  
Rodolfo Hernandez C.

Address  
628 Northwest 89th Avenue  
Plantation, Florida 33324

Name

Address

Violeta Isabel Fajardo Prado

7930 N.W. 36 St., Suite 23-199  
Miami, FL 33166

IN WITNESS WHEREOF, we have hereunto affixed our respective hands and seals as  
organizers of this limited liability company this 28th day of July, 1995.

  
\_\_\_\_\_  
RODOLFO HERNANDEZ C.

STATE OF FLORIDA                    )  
  : ss.  
COUNTY OF DADE                    )

BEFORE ME, the undersigned authority, appeared **RODOLFO HERNANDEZ C.**, [    ] to me personally known, or [ x ] who produced Venezuelan Passport No. 0137989 Issued on    /    / as identification, and who after first being duly sworn deposes and states that he is signing the foregoing Articles of Organization as one of the organizers **HERFA ENTERPRISES, L.C.** , a Florida limited company in formation, and acknowledged that he executed same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 28th day of July, 1995, in the County and State first written above.

*Hilda Serein*

NOTARY PUBLIC, STATE OF FLORIDA

{SEAL}



My Commission CC429682  
Expires Dec. 27 1998  
Bonded by HAI  
800-422-1665

or

Print Name: Hilda Serein

Commission No.: CC 429682

Expiration No.: 12-27-98



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 AUG 28 PM 3: 50

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in the Articles of Organization, I hereby agree to act in this capacity, and I further agree to provide the company with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 26th day of July, 1995.

Federico M. Macia, Esq.  
Macia & Macia  
848 Brickell Avenue, Suite 601  
Miami, Florida 33131  
Telephone: (305) 372-1888

By:

Federico M. Macia  
Federico M. Macia, Esq.  
Florida Bar No. 883670

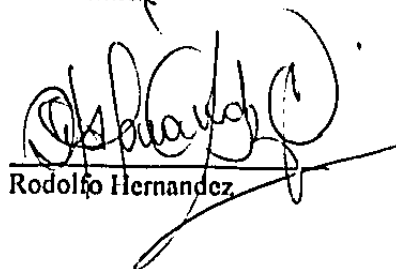
AFFIDAVIT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

BEFORE ME the undersigned authority, personally appeared Rodolfo Hernandez, being duly sworn, deposes and says:

1. I, Rodolfo Hernandez, as organizer and member of Herfa Enterprises, L.C., hereby state the following regarding the Articles of Organization of Herfa Enterprises, L.C.
2. Herfa Enterprises, L.C. has two members. The two members are Rodolfo Hernandez C. and Violeta Isabel Fajardo Prado.
3. The actual amount of cash contribution by each member is five hundred dollars (\$500.00).
4. The agreed value of any property other than cash contributed is zero dollars (\$0.00).
5. No additional amount of cash or property contribution, other than the amount set forth in paragraph 3 above, is anticipated by the members at this time.

FURTHER Affiant sayeth naught.

  
Rodolfo Hernandez

STATE OF FLORIDA     )  
                                  )  
COUNTY OF DADE     )

BEFORE ME, on this day personally appeared Rodolfo Hernandez, to me personally known, and known to me to be the person described herein and who executed the foregoing Affidavit in support of the Articles of Organization of Herfa Enterprises, L.C., and acknowledged before me that he executed the same freely and voluntarily.

WITNESS my hand and official seal at Miami, Florida on August 17, 1995.



HILDA SEREIN  
My Commission CC429682  
Expires Dec. 27 1998  
Bonded by HAI  
800-422-1656

  
Notary Public

My Commission expires: