# 000000080 P601

### Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

#### 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.

(((H00000035745 9)))

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

To:

Division of Corporations

Fax Number

: (850)922-4003

From:

Account Name : STEEL HECTOR & DAVIS

Account Number : 071541002004 : (305)577-4726 Fax Number : (305)577-7001

LIMITED LIABILITY COMPANY

Tropical seeds, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

Electronic Filing Menu.

Corporate Filing

Public Access Help

07/07/2000

FAX AUDIT NO. H00000035745 9

## ARTICLES OF ORGANIZATION OF TROPICAL SEEDS, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

### Article I Name

The name of the limited liability company is Tropical Seeds, LLC (the "Company").

#### Article II Duration

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

### Article III Nature of Business and Mailing Address

This Company is organized for the purpose of transacting any or all lawful business. The mailing address and the street address of the Company's initial principal office is Suite 4100, 200 South Biscayne Boulevard, Miami, Florida, 33131.

#### THIS INSTRUMENT PREPARED BY:

Guillermo J. Fernandez-Quincoces, Esq. Steel Hector and Davis, LLP Suite 4100 - First Union Financial Center 200 South Biscayne Boulevard Miami, Florida 33131-2398 Tel: (305) 376-6040

Florida Bar No.: 0268658

FAX AUDIT NO.: H00000035745 9

FILEO

FAX AUDIT NO. H00000035745 9

### Article IV Initial Registered Office and Agent

The street address of the initial registered office of this Company is Suite 4100, 200 South Biscayne Boulevard, Miami, Florida, 33131., and the name of the initial registered agent of this Company at that address is Guillermo J. Fernandez-Quincoces.

### Article V Unit Certificates

Each Member's interest in the Company shall be evidenced by a membership or unit certificate. The amount of capital which the initial Members have committed as their initial capital contribution is One hundred Dollars (\$100.00), which shall be paid entirely in cash.

### Article VI Addition of New Members

New owners who take their interest directly from the Company will be admitted as Members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

### Article VII Continuation on Death, Retirement, Etc. of Members

The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this Company. The Company shall terminate upon the consent of all Members or as otherwise provided in accordance with the terms of the Regulations and Operating Agreement.

III -7 MII:

FAX AUDIT NO. H00000035745 9

### Article VIII Member Managed

This company shall be managed by the Members of the Company.

#### Article IX Amendment

This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of the initial member has executed these Articles the 6 of July 2000.

Guillermo J. Fernandez-Quincoces, Esq.

Authorized Representative

STATE OF FLORIDA

.:.88 (

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this day of July, 2000, by Guillermo J. Fernandez-Quincoces, Esq., who is personally known to me and who did not take an oath.

Notary Public, State of Florida at Large

My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA BIBLIANA F LEIRO COMMISSION & CCB28935 EXPIRES 5/28/2009 BONDED THRU ASA 1-888-NOTARY1

-3-

FAX AUDIT NO.: H00000035745 9

FILEU

. .

FAX AUDIT NO. H00000035745 9

### **ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Guillermo J. Fernandez-Quincoces

Dated: July 6, 2000.

#602493v1<MIA\_1998> -Semillas Papalotla - Limited Liability Company Art.wpd

JUL -7 AMII: 5