

L080000053996

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

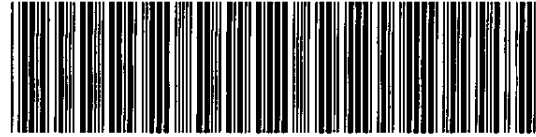
Special Instructions to Filing Officer:

L. SELLERS

JUN - 2 2008

EXAMINER

Office Use Only



800130443778

05/30/08--01026--010 **155.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 MAY 30 PM 2:42

FILED



THE HEYER GROUP, INC.

Tax Preparation • Bookkeeping • Payroll Processing • Business Entity Creation

COVER LETTER

TO: Registration Section
Division of Corporations

Subject: **ALEXIS CONSIGNS, LLC**

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ralf F. Heyer
THE HEYER GROUP, INC.
1700 SW 57TH AVENUE, SUITE 219
MIAMI, FLORIDA 33155

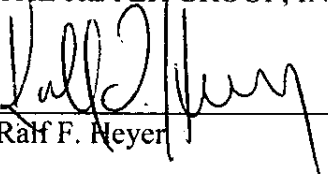
For further information concerning this matter, please call:

Ralf F. Heyer at (786) 693-9358.

Enclosed is a check for the following amount: \$155.00 filing fee and certified copy (additional copy is enclosed).

Very truly yours,

THE HEYER GROUP, INC.


Ralf F. Heyer

Enclosure(s)



ARTICLES OF ORGANIZATION
ALEXIS CONSIGNS, LLC
A LIMITED LIABILITY COMPANY
(Pursuant to Chapter 608, Florida Statutes)

1. **NAME:** The name of the limited liability company is ALEXIS CONSIGNS, LLC.
2. **ADDRESS OF PRINCIPAL OFFICE:** The street address of the principal office of the limited liability company is:

10000 WEST BAY HARBOR DRIVE, APT. 303, BAY HARBOR ISLAND, FL 33154
3. **MAILING ADDRESS:** The mailing address of the limited liability company is:

10000 WEST BAY HARBOR DRIVE, APT. 303, BAY HARBOR ISLAND, FL 33154
4. **PURPOSE:** The purpose of this member managed limited liability company is organized to engage in resale of various items, which include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
5. **DURATION:** Subject to the provisions of Article 9, the limited liability company's existence shall terminate no later than 99 years from its date of commencement, unless the limited liability company is earlier dissolved as provided in these Articles of Organization.
6. **MEMBERS:** The managers of the limited liability company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the limited liability company. These regulations may contain any provisions for the regulation and management of the affairs of the limited liability company not consistent with law or these Articles of Organization. The name and address of the manager(s) of the limited liability company are:

ALEXIS COOPER
10000 WEST BAY HARBOR DRIVE, APT. 303
BAY HARBOR ISLAND, FL 33154

7. **ADMISSIONS OF NEW MEMBERS:** No additional member(s) shall be admitted to the limited liability company except with the unanimous written consent of all the member(s) of the limited liability 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 limited liability company as set forth in the regulations of the limited liability company, but the transferee shall have no right to participate in the management of the business and affairs of the limited liability company or become a members unless all other member(s) of the limited liability company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.



2008 MAY 30 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

8. **MANAGEMENT:** The limited liability company is to be managed by one or more members and is, therefore, a member-managed company. The manager(s) of the limited liability company shall be:

Operating Manager: Alexis Cooper

Vice Operating Manger: Alexis Cooper

Secretary: Alexis Cooper

Treasury: Alexis Cooper

9. **TERMINATION OF EXISTENCE:** The limited liability company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, 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 limited liability company, unless the business of the limited liability company is continued by the consent of all the remaining members, provided there is at least one remaining member.

10. **INDEMINIFICATION:** The limited liability company shall indemnify a member of the limited liability company who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the member was a party because the member is or was a member of the limited liability company against reasonable attorney fees and expenses incurred by the member in connection with the proceeding. The limited liability company may indemnify an individual made a party to a proceeding because the individual is or was a member, employee or agent of the limited liability company against liability if authorized in the specific case after determination in the manner required by the management, that indemnification of the member, employee or agent, which ever the case may be, is permissible in the circumstances because the member, employee or agent has met the standard of conduct set forth by the management. The indemnification and advancement of attorney fees and expenses for members, employees or agents of the limited liability company shall apply when such persons are serving at the limited liability company's request while a member, employee or agent of the limited liability company, as the case may be, as a member, employee, partner, trustee, director or officer of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the limited liability company. The limited liability company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a member, employee or agent of the limited liability company who is a party to a proceeding in advance of initial disposition of the proceeding. The limited liability company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a member, employee or agent of the limited liability company, whether or not the limited liability company would have power to indemnify the individual against the same liability under the law. All references in these Articles of Organization are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the existence of



SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2009 MAY 30 PM 2:42

FILED

any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a member, employee or agent of the limited liability company or the ability of the limited liability company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "member", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

11. REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE: The name and the Florida street address of the registered agent is:

ALEXIS COOPER
10000 WEST BAY HARBOR DRIVE, APT. 303
BAY HARBOR ISLAND, FL 33154

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 provisional 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 608, F.S.

Alexis Cooper
ALEXIS COOPER

12. EFFECTIVE DATE: The effective date of the limited liability company shall be the date of filing unless otherwise stated below:

Alexis Cooper
ALEXIS COOPER 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 and correct.)



FILED
2008 MAY 30 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA