

JUL-29-2008 TUE 02:17
Division of Corporations

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LO8000072706

Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 617-6383

L. SELLERS

JUL 30 2008

From:
Account Name : HARPER MEYER #5
Account Number : I20060000102
Phone : (305) 577-3443
Fax Number : (305) 577-9921

EXAMINER

RECEIVED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Innovida Central Florida, LLC

Certificate of Status	0
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Page Count	04
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 JUL 29 AM 1:59

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7/29/2008 8:10

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Florida Dept of State

July 24, 2008

HARPER MEYER #5

SUBJECT: INNOVIDA CENTRAL FLORIDA, LLC
REF: W08000034931

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is L06000050959. ✓

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 (850) 245-6967.

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Florida Dept of State

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Leslie Sellers
Regulatory Specialist II

FAX Aud. #: H08000179246
Letter Number: 808A00042938

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FAX NO.

P. 08

Mr. Jaffer Gularnabbas
275 West Lake Mary Blvd.
Sanford, Florida 32773

July 25, 2008

VIA FACSIMILE

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Attn: Leslie Sellers, Regulatory Specialist II

Subject: Innovida Central Florida, LLC
Ref: W08000034931
Letter No. 808A00042938
Fax Audit # H08000179246

Dear Ms. Sellers:

I hereby consent to the use of the name "Innovida Central Florida LLC", Florida Document No. L06000050959 as we no longer desire to use this name. This name may be used by another entity.

Kindly update your records accordingly.

Sincerely,

Innovida Central Florida LLC


Jaffer Gularnabbas
Manager

44902

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**ARTICLES OF ORGANIZATION
OF
INNOVIDA CENTRAL FLORIDA, LLC**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is INNOVIDA CENTRAL FLORIDA, LLC (the "Company").

ARTICLE II

PRINCIPAL BUSINESS ADDRESS

The principal business address of the Company is:

c/o 701 Brickell Avenue
Suite 1400
Miami, Florida 33131

ARTICLE III

MAILING ADDRESS

The mailing address of the Company is:

c/o 701 Brickell Avenue
Suite 1400
Miami, Florida 33131

ARTICLE IV

REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Avenue, Suite 1400, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Law Center of the Americas, LLC as the Company's initial registered agent at such address to accept service of process within this state.

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TALLAHASSEE FLORIDA

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ARTICLE V

DURATION AND TERMINATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with Florida law and also in accordance with the Operating Agreement of the Company, if applicable.

ARTICLE VI

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified. All Managers, other than the initial Managers, shall be appointed or elected solely as provided in the Operating Agreement of the Company, if applicable.

ARTICLE VII

MANAGERS

The names and addresses of the initial Managers of the Company are:

Claudio Osorio
701 Brickell Avenue
Suite 1400
Miami, Florida 33131

Amarilis Osorio
701 Brickell Avenue
Suite 1400
Miami, Florida 33131

ARTICLE VIII

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

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TALLAHASSEE FLORIDA

ARTICLE IX

ADDITIONAL MEMBERS

Additional Members may be admitted upon (1) the unanimous written consent of the then existing Members or (2) in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE X

OPERATING AGREEMENT


The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Member(s) of the Company in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE XI

AMENDMENT

The power to adopt, alter, amend, or repeal the Articles of Organization of the Company shall be only upon the unanimous written consent of all the existing Member(s) of the Company or as otherwise provided in and in accordance with the procedures set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 22nd day of July, 2008.


Name: Steven H. Hagen
Title: Duly Authorized Representative
Member

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TALLAHASSEE FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for INNOVIDA CENTRAL FLORIDA, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 22nd day of July, 2008.

LAW CENTER OF THE AMERICAS, LLC

By: 

Name: Steven H. Hagen

Title: Vice President

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