

02/21/2030 01:14

00550001/006

L120000049586

Florida Department of State
Division of Corporations
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.

((H12000093912 3)))



H120000939123ABC.

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) 617-6383

From: Account Name : LAZARUS CORPORATE FILING SERVICE, INC.
Account Number : 120000000019
Phone : (305) 552-5973
Fax Number : (305) 220-1440

2012 APR 11 AM 8:02
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

RECEIVED
12 APR 11 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FLORIDA LIMITED LIABILITY CO.
M.G.I. INSTITUTE, LLC**

| | |
|-----------------------|----------|
| Certificate of Status | 1 |
| Certified Copy | 0 |
| Page Count | 05 |
| Estimated Charge | \$130.00 |

W12-20097

Electronic Filing Menu Corporate Filing Menu

Help

J. BRYAN

<https://efile.sunbiz.org/scripts/efilcovr.exe>

APR 12 2012
4/10/2012

EXAMINER

April 11, 2012

LAZARUS CORPORATE FILING SERVICE, INC.

SUBJECT: M.G.I. INSTITUTE, LLC
REF: W12000020097

FILED
2012 APR 11 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

A business entity may not serve as its own manager or managing member. Please designate an individual or another business entity as your manager(s) or managing member(s).

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) 245-6051.

Joey Bryan
Regulatory Specialist II

FAX Aud. #: H12000093912
Letter Number: 512A00011491

02/21/2030 01:14

Apr. 10. 2012 11:47AM

A. A CRESPO

#5050 P.003/006
No. 134V R. 4/0

H12000093912

ARTICLES OF ORGANIZATION

OF

M.G.I. INSTITUTE, LLC

FILED
2012 APR 11 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Organization of a Limited Liability Company under Florida Statutes Chapter 608 are made and entered into as of the 10th day of April, 2012

ARTICLE I

NAME: The name of the Limited Liability Company is:

M.G.I. INSTITUTE, LLC

ARTICLE II

ADDRESS: The address of the company's principal office shall be:

**4100 N.W. 9TH STREET #200
MIAMI, FLORIDA 33126**

ARTICLE III

PURPOSE: In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

ANY AND ALL LAWFUL BUSINESS

ARTICLE IV

DURATION: The company shall be perpetual from the date hereof, unless earlier terminated in accordance with Florida Statutes Chapter 608 or as provided in the Operating Agreement adopted by the members.

(1)

H12000093912

H12000093912

ARTICLE V

REGISTERED AGENT AND ADDRESS: The name and address of the registered agent is:

ANGEL O. VENTO
4100 N.W. 9TH STREET #200
MIAMI, FLORIDA 33126

FILED
2012 APR 11 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

MEMBERSHIP RESTRICTIONS: The members shall have the right to admit new members, according to the provisions set out in the Operating Agreement. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

ARTICLE VII

CONTINUATION: Upon occurrence of an event listed in Florida Statute 608.407 (1) (f), the then existing and/or non bankrupt members may continue the business of the company, if all agree to do so.

ARTICLE VIII

MANAGEMENT: The company shall be managed by its designated manager until the first annual meeting of the members or until a successor is elected and qualifies. The designated manager name and address is as follows:

ANGEL O. VENTO
4100 N.W. 9TH STREET #200
MIAMI, FLORIDA 33126

ARTICLE IX

POWERS: All limited liability company powers shall be exercised by or under the authority of, and the business affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company, subject to the provisions set out in the Operating Agreement.

H12000093912

02/21/2030 01:15

Apr. 10. 2012 11:47AM P:211A, A CRESPO CORP

#5050 P.005/006
No. 1240 'R. 4/0

H12000093912

ARTICLE X

CAPITAL CONTRIBUTION: Capital contributions, as determined by the members as set out in the Operating Agreement, will be made as required for investment purposes.

ARTICLE XI

REGULATIONS: The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulations and management of the affairs of the company.

ARTICLE XII

TRANSFERABILITY: No member may transfer his, her or its interest in the company without the consent of the other members.

ARTICLE XIII

ARBITRATION: Dispute among members shall be settled by arbitration in Miami, Florida, pursuant to the rules and procedures of the American Arbitration Association.

The undersigned, being the initial subscribers of these Articles of Organization, for the purpose of forming a limited liability company, do make, subscribe, acknowledge, and file these Articles of Organization hereby declaring and certifying that the articles herein stated are correct.


ANGEL O. VIENTO

(3)

H12000093912

Received Time Apr. 9. 6:06PM

FILED
2012 APR 11 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02/21/2030 01:15

Apr. 10. 2012 11:47AM A.A. CRESPO

#5050 P.006/006
NO. 124V T. 2/0

H12000093912

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.

FILED
2012 APR 11 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is:

M.G.I. INSTITUTE, LLC

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

ANGEL O. VENTO
4100 N.W. 9TH STREET #200
MIAMI, FLORIDA 33126

Having been named as registered agent and to accept services
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.

Dated as of this 10th day of April, 2012

Signed by:


ANGEL O. VENTO
REGISTERED AGENT

(4)

H12000093912

Received Time Apr. 9. 6:06PM