

L 00000004994

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

100003228911--7
-04/28/00--01067--019
****156.00 ****155.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. U.P.F.A.C.I., L.L.C.
(Corporation Name)

(Document #)

2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

4. _____
(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 2.00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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00 MAY 22 PM 1:17
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SECRETARY OF STATE

WR
5/2

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Name
Availability
Document
Examiner
Editor
Reviewer
Printer
Verifier
W. P. Verityer

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 28, 2000

LAZARUS

SUBJECT: U.P.F.A.C.I., L.L.C.
Ref. Number: W00000011261

RECEIVED
00 MAY -2 AM 10:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for U.P.F.A.C.I., L.L.C. and your check(s) totaling \$156.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 400A00023428

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

U.P.F.A.C.I., L.L.C.

M'hamed Benaour and Aziz Benamour, through the means of these Articles of Organization, organize a Limited Liability Company under the following articles:

ARTICLE I.

The name of the limited liability company shall be:

U.P.F.A.C.I., L.L.C.

ARTICLE II.

This limited liability company will have a perpetual duration.

ARTICLE III.

The mailing address and the street address of the principal office of this limited liability company is:

U.P.F.A.C.I., L.L.C.
217 North Federal Highway
Hallandale, Florida

ARTICLE IV.

The members of this limited liability company are:

M' hamed Benamour		Aziz Benamour
c/o 300-69th Street, #5		300-69th Street, #5
Miami Beach Florida 33141	and	Miami Beach, Florida 33141

With a seventy percent participation and thirty percent participation, respectively

ARTICLE V.

The members' vote in this limited liability company shall be weighed as follows:

M'hamed Benamour, 70% and Aziz Benamour 30%

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TALLAHASSEE FLORIDA

ARTICLE VI.

This limited liability company shall be managed its members, which will have authority to open bank accounts and sign checks, individually, without any member needing the signature of the other on any document, contract, negotiable instrument (including checks), etc., to bind the company. Every member shall be deemed a managing member.

ARTICLE VII.

This limited liability company shall have all the powers granted to limited liability companies by Section 608.404 of the Florida Statutes, as presently enacted and any other powers that may be given by Florida Statutes, in addition to the foregoing, from time to time.

ARTICLE VIII.

The interest of the members in this limited liability company may be evidenced by certificate or certificates of limited liabilities company's interest issued by the company and signed by the manager of the company.

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ARTICLE IX.

Any remaining member or members of this limited liability company have the right to continue the business of the company in case of bankruptcy, expulsion, dissolution, resignation, retirement, and if the member is an individual, death, or of any other event which terminates the continued membership of a member in this limited liability company. The remaining member or a simple majority of the remaining members should be sufficient to exercise this right.

ARTICLE X.

This limited liability company may indemnify its members, managing members, if any, managers, officers, employees and agents to the full extent permitted by Section 608.4363 of the Florida Statutes, as presently enacted, or as such powers may be enhanced from time to time. All matters not set forth in this article of organization shall be controlled by the regulations adopted pursuant to the powers granted to limited liability companies by Chapter 608 of the Florida Statutes as presently enacted.

ARTICLE XI.

The undersigned member or authorized representative of a member of U.P.F.A.C.I., L.L.C.



Signature of a member or of an authorized representative of a 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.)

M'HAMED BENAMOUR

Typed or printed name of signee

M'hamed Benamour



Aziz Benamour



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TALLAHASSEE FLORIDA

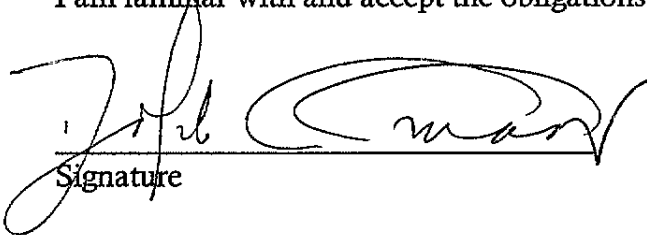
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is U.P.F.A.C.I., L.L.C.
2. The name and the Florida street address of the registered agent are:

Rolando A. Amador, Esquire
AMADOR & AMADOR, P.A.
Suite 423/Lejeune Centre
780 N.W. Lejeune Road
Miami, Florida 33126-5536

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 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.


Signature

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