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## LIMITED LIABILITY COMPANY

FRAYOLCRIS, L.L.C.

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**ARTICLES OF ORGANIZATION**  
**FOR FLORIDA LIMITED LIABILITY COMPANY**

**OF**  
**FRAYOLCRIS, L.L.C.**

The undersigned files these Articles of Incorporation in order to form a Limited Liability Company under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this Limited Liability Company is: FRAYOLCRIS, L.L.C.

**ARTICLE II. ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is:

**C/O FRANK J. SEGREGO, ESQUIRE  
901 PONCE DE LEON BLVD., SUITE 601  
CORAL GABLES, FLORIDA 33134**

**ARTICLE III. NATURE OF BUSINESS**

This Limited Liability Company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including but not limited to purchasing real estate within the State of Florida.

**ARTICLE IV. TERM OF EXISTENCE**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE V. MANAGERS**

This Limited Liability Company shall have one (1) manager. The name and street address of the initial manager who shall hold office for the first year of the company, or until his successor is elected or appointed is:

**FRANCISCO AGUILAR ESQUIAQUI  
3200 S.W. 152<sup>ND</sup> AVENUE  
LEISURE CITY, FLORIDA 33033**

Said managers shall operate the company on a day to day basis, and are granted all powers under Chapter 608, Florida Statutes (1991), as amended.

Frank J. Segredo, Esquire  
Segredo & Weisz, Attorneys at Law  
901 Ponce de Leon Blvd., Suite 601  
FL Bar No. 358010  
Tel. (305) 444 3033 / Fax (305) 444 3537

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**H000 00036087****ARTICLE VI. INITIAL CONTRIBUTIONS**

This Limited Liability Company shall have an initial contribution of capital of Fifty Thousand and 00/100 Dollars (\$50,000.00) in cash. The net profits of the Limited Liability Company shall be to the members in their proportionate share of ownership.

**ARTICLE VII. ADDITIONAL CONTRIBUTIONS**

All members may be required to make additional contributions if, the managers of the company find that the company requires additional capital in order to operate the company or to preserve its assets.

**ARTICLE VIII. ADMISSION OF NEW MEMBERS**

New members may be admitted only on written approval of each and every member of the company (unanimous consent).

**ARTICLE IX. MEMBERS**

FRANCISCO AGUILAR ESQUIAQUI  
3200 S.W. 152<sup>ND</sup> AVENUE  
LEISURE CITY, FLORIDA 33033


**ARTICLE X. RIGHT OF CONTINUANCE**

The members are hereby granted the right to continue the operation of the company in the event that one or more of its members dies, retires, resigns, is expelled, becomes bankrupt, the dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the company.

**ARTICLE XI. POWERS**

The managers are hereby granted all powers consistent with Chapter 608, Florida Statutes, as amended. In addition, they are granted all powers that would be given to a president of a corporation, except that to convey real property both managers must join in conveyance.

IN WITNESS WHEREOF, the undersigned, FRANCISCO AGUILAR ESQUIAQUI, Individually, does hereby execute and file these Articles, declares and certifies that the facts herein stated are true this 10 day of July 2000.

  
\_\_\_\_\_  
FRANCISCO AGUILAR ESQUIAQUI,  
Individually

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STATE OF FLORIDA}

COUNTY OF MIAMI-DADE}

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of June, 2000, by FRANCISCO AGUILAR ESQUIAQUI, who is personally known to me or who has produced a driver's license as identification and who did take an oath.

  
Notary Public, State of Florida

My Commission Expires:

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In pursuance of Chapters 48.091, 608.415 and 608.416, Florida Statutes, the following is submitted, in compliance with said Act:

FRAYOLCRIS, L.L.C., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Association, at the City of Coral Gables, County of Miami-Dade, State of Florida, has named FRANK J. SEGREDO, ESQUIRE, located at 901 Ponce De Leon Blvd., Suite 601, Coral Gables, Florida 33134 as its agent to accept service of process within this State.

  
\_\_\_\_\_  
FRANCISCO AGUILAR ESQUIAQUI,  
Manager

**ACKNOWLEDGEMENT BY DESIGNATED AGENT**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
FRANK J. SEGREDO, ESQUIRE

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