#### . CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 12447 Car-O-Procters, Ltd., Co 300003427573--10/17/00--01059--002 \*\*\*\*160.00 \*\*\*\*160.00 Art of Inc. File\_\_\_\_\_ LTD Partnership File\_\_\_\_\_ Foreign Corp. File\_\_\_\_\_\_ L.C. File Fictitious Name File\_\_\_\_ Trade/Service Mark Merger File\_ Art. of Amend. File\_ RA Resignation\_ Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy\_ Photo Copy\_ Certificate of Good Standing Certificate of Status\_ W- 2500le Certificate of Fictitious Name Corp Record Search\_\_\_\_ Officer Search Fictitious Search\_ Fictitious Owner Search\_\_\_\_\_ Signature Vehicle Search\_ Driving Record\_ UCC 1 or 3 File\_ Requested by: <u>oolriloi</u> UCC 11 Search\_ Date Time Name UCC 11 Retrieval\_

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# FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 17, 2000

CAPITAL CONNECTION, INC.

SUBJECT: CAR-O-PRACTERS, LTD. CO.

Ref. Number: W00000025006

We have received your document for CAR-O-PRACTERS, LTD. CO. and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following:

The name of a Limited Liability Company must end with the words "limited company", "limited liability company" or their abbreviation "L.C." or "L.L.C."

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) 487-6025.

Trevor Brumbley Document Specialist

Letter Number: 500A00054399

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# ARTICLES OF ORGNAIZATION OF CAR-O-PRACTERS, JL.L.C.

### ARICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY FILED PURSUANT TO THE AUTHORITY OF FLORIDA STATUTES, CHAPTER 608

The undersigned, for the express business purposes for forming a Florida Limited Liability Company under Chapter 608 of the Florida Statues, and with the express authority of all named members of this Florida Limited Liability Company, hereby respectfully submitted these instant Articles of Organization for **CAR**-O-PRACTERS, L.L.C. as follows:

#### ARTICLE 1. NAME

The name of the Limited Liability Company shall be:

OF NEGERRATORIERS L.L.C.



#### ARITCLE 2. MAILING AND BUSINESS ADDRESS

The mailing address and the street address of the principal office of the limited liability company are as follows:

Principal Address: 7887 N.W. 53rd Street

Miami, Florida 33166

Mailing Address: 7887 N.W. 53rd Street

Miami, Florida 33166

#### ARTICLE 3. DURUATION

The period of duration of **CAR**-O-PRACTERS, L.L.C. shall be perpetual.

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AND
FILED

00 OCT 18 AM II: 26
SECRETARY OF STATE
TALLAHASSEE F STATE

PAGE 1 OF ARTICLES OF ORGANIZATION OF CAR-O- PRACTERS, L.

Under penalty of perjury, I certify that all the information provided in these Articles of Organization encompass the named members desire to form a Limited Liability Company under Chapter 608 of the Florida Statutes.

DATED: October 16, 2000

Respectfully submitted,

Luis. M. Fernandez

Managing Member of Car-O-Practer, L.L.C.

HILED 00 OCT 18 AMII: 26 SECRETARY OF STATE

#### 1. THE NAME OF THE LIMITED LIABILITY COMPANY IS:

### CAR-O-PRACTER, L.L.C.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

Francisco O. Loriga, Esq. 6482 S.W. 39<sup>TH</sup> STREET MIAMI, FLORIDA 33155

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.

FRANCISCO O. LORIGA, ESO.

October 16, 2000

#### ARTICLE 8. MEMBERS OF CAR-O-PRACTERS, L.L.C.

The name of the member and their respective membership interest are as follows:

Name

#### Membership Interest

Luis Castillo Fifth Percent Ownership
11790 S.W. 18<sup>th</sup> Street
Apt. 522
Miami, Florida 33175

Luis Fernandez 5021 SW 133 Avenue Miami, Florida 33175

Fifth Percent Ownership

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### ARTICLE 4. MANAGEMENT RESERVED TO ONLY NAMED MEMBER

The management of **CAR**-O-PRACTERS, L.L.C. shall be reserved only to its duly admitted members, and the initial member who shall have sole and complete responsibility for the management of **CAR**-O-PRACTERS, L.L.C. shall be Luis M. Fernandez. All member(s) of **CAR**-O-PRACTERS, L.L.C. hereby elect to have a manager-managed company, unless changed by a vote of the members.

### ARTICLE 5. ADMITTSION OF ADDITIONAL MEMBERS

The admissions of additional members to **CAR**-O-PRACTERS, **L.L.c.** shall be allowed but only upon the approval of other member. Any membership interest must be for cash contribution to the corporate account of **CAR**-O-PRACTERS, **L.L.c.** and at fair market price. Every member shall have a right of first refusal.

### ARTICLE 6. MEMBERS RESERVE RIGHT TO CONTINUE BUSINESS

The members of **CAR**-O-PRACTERS, L.L.C. expressly reserve the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy,, or dissolution of a member or the occurrence of any other event which terminated the continued membership of a member in the limited liability company.

## ARTICLE 7. REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507 (AND ANY OTHER APPLICABLE PROVISION OF FLORIDA LAW), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OFFICIAL.