

L00000013228

JOSEPH V. HERMANNS JR.

ATTORNEY AT LAW

505 SOUTH 21ST AVENUE

HOLLYWOOD, FL 33020

Phone #

Office Use Only

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

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****125.00 ****125.00

1. _____ (Corporation Name) _____ (Document #)

2. _____ (Corporation Name) _____ (Document #)

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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TALLAHASSEE, FLORIDA

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OK

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 19, 2000

JOSEPH V. HERMANN, JR.
505 SOUTH 21ST AVENUE
HOLLYWOOD, FL 33020

SUBJECT: LAS VACAS LOCAS, L.L.C.
Ref. Number: W00000025333

We have received your document for LAS VACAS LOCAS, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

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: 500A00054949

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
LAS VACAS LOCAS, L. L. C.
A FLORIDA LIMITED LIABILITY COMPANY**

THE UNDERSIGNED, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles Of Organization.

ARTICLE I—NAME:

The name of this Limited Liability Company is **LAS VACAS LOCAS, L. L. C.**

ARTICLE II—PRINCIPAL PLACE OF BUSINESS:

The principal place of business of this company in Florida shall be Broward County, and its registered office shall be located in said County. Its *mailing address* shall be 505 South 21st Avenue, Hollywood, FL. 33020.

ARTICLE III—DURATION:

This Company shall commence its existence on the date on which these Articles Of Organization are filed with the Department Of State, Division Of Corporations, and its existence shall continue for a period of Fifty (50) Years from that said date, unless it is earlier dissolved as provided in these Articles Of Organization or by operation of Law.

ARTICLE IV—PURPOSES AND POWERS:

The purposes for which this Limited Liability Company is organized are to conduct and to contract any lawful business for which such a Company may be organized under the Laws of the State of Florida; and this Company shall have all powers permitted to a Limited Liability Company under the Laws of the State of Florida.

ARTICLE V—REGISTERED OFFICE AND REGISTERED AGENT:

The registered office of this Limited Liability Company is 505 South 21st Avenue, City Of Hollywood, County of Broward, State of Florida; and the name and address of its Registered Agent is: **JOSEPH HERMANN**
505 S. 21 Avenue
Hollywood, FL. 33020

ARTICLE VI—CAPITAL CONTRIBUTIONS:

The Members of this Limited Liability Company shall contribute to the capital of the Company the cash or property set forth in EXHIBIT "A" hereof.

ARTICLE VII—ADDITIONAL CAPITAL CONTRIBUTIONS:

Each Member shall make additional capital contributions to this Limited Liability Company ONLY upon the unanimous written consent of all of the Members of this Limited Liability Company.

ARTICLE VIII—ADMISSION OF NEW MEMBERS:

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No additional Members shall be admitted to this Limited Liability Company except with the unanimous written consent of all of its Members, and upon such terms and conditions as shall be determined by all said Members.

ARTICLE IX—TRANSFERABILITY OF INTERESTS IN THIS COMPANY:

No Member may transfer his/her/its interests in this Limited Liability Company, nor any part, parcel or portion thereof, except upon the unanimous written consent of all of the non-transferring Members. Upon any failure to permit such a transfer, the transferring Member shall keep his/her/its interests in this Company; provided, however that this Company, in such instances, shall have the right, in its sole discretion, to purchase the said transferring Member's interests in this Company, at a price to be determined by an appraisal of this Company by a qualified, reputable appraiser, selected by both this Company and the transferring Member, or if they are unable to agree, by this Company's Attorney. Upon any such buyout of a Member, the remaining Members' respective interests in this Company shall be proportionately increased.

ARTICLE X—TERMINATION OF EXISTENCE:

Upon the expiration of the period of time set forth in Article III above, this Limited Liability Company's existence shall end, without any further act or actions by any person or governmental entity; and upon such termination of existence, and to the extent necessary, and as permitted by Law, the then-Members of this Company shall become the Trustees of this Company for the sole purpose of winding up the Company's business. In addition to the foregoing, this Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of a Member or Manager, or upon the occurrence of any other event that terminates the continued membership of a member (e.g., a corporate member's sale of all/substantially all of its assets, merger, acquisition or consolidation), unless the business of this Company is continued by and upon the consent of all of the remaining Members of this Company, provided there are at least two (2) such remaining Members.

ARTICLE XI—MANAGEMENT:

This Limited Liability Company shall be managed by a Manager in accordance with regulations adopted by the Members for the management of the business and the affairs of this Company, which said regulations shall not violate any law of the State of Florida and the United States, or these Articles of Organization. The name and address of this Company's initial Manager is: JOSEPH HERMANN

505 S. 21 Avenue, Hollywood, FL. 33020

IN WITNESS WHEREOF, the undersigned organizer(s) has/have MADE AND SUBSCRIBED these ARTICLES OF ORGANIZATION at Hollywood, Florida, for the foregoing uses and purposes, on October 13, 2000.


ORGANIZER—JOSEPH V. HERMANNS JR.

Address—505 S. 21 Avenue
Hollywood, FL. 33020

N/A
CO-ORGANIZER—
Address—

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT:

STATE OF FLORIDA) ss.:
COUNTY OF BROWARD)

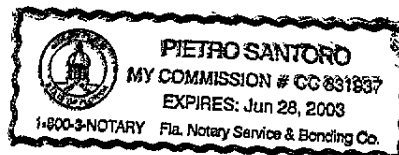
Before me, the undersigned Authority, personally appeared *JOSEPH HERMANN*, a resident and domiciliary of Hollywood, Florida, to me known, and known by me to be, the Organizer(s) of the above-named Limited Liability Company, who, each of them, having first been duly sworn by me, acknowledged to me that he/she/they subscribed the above Articles Of Organization in the presence of each other, and that they freely and voluntarily subscribed and executed the same for the uses and purposes mentioned and set forth in said Articles Of Organization, in accordance with the Laws of the State Of Florida.

IN WITNESS WHEREOF, I have hereunto set my Hand and Official Seal in the City of Hollywood, County of Broward, State of Florida on this *12* Day of *October*, 2000.

Pietro Santoro

NOTARY PUBLIC, STATE OF FLORIDA
Printed Name: *PIETRO SANTORO*

My Commission Expires:




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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

STATE OF FLORIDA) ss.:
COUNTY OF BROWARD)

THE UNDERSIGNED, being the person named in the ARTICLES OF ORGANIZATION of LAS VACAS LOCAS, L.L.C. as Registered Agent of the said Limited Liability Company, hereby consents to being appointed Registered Agent for said Company, and accepts designation as the Registered Agent for that said Company. The undersigned further states that he/she is familiar with F.S. Chapter 608 and the Laws and rules of the State of Florida regarding Registered Agents.

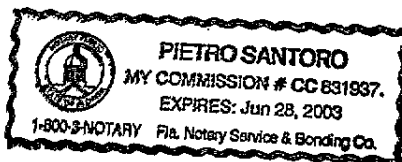

REGISTERED AGENT- JOSEPH HERMANN
Address- 505 S. 21 Avenue
Hollywood, FL 33020

Sworn to before me on October 12, 2000.



NOTARY PUBLIC, STATE OF FLORIDA
Printed Name- PIETRO SANTORO

My Commission Expires:



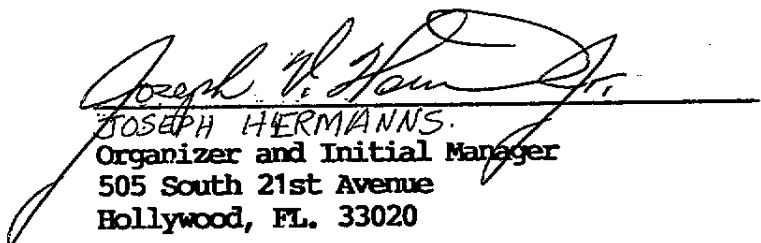
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EXHIBIT A:
MEMBERS' CAPITAL CONTRIBUTIONS AND
PERCENTAGE OF COMPANY OWNERSHIP:

<u>NAME OF MEMBER:</u>	<u>CONTRIBUTION AND FORM THEREOF:</u>	<u>OWNERSHIP %AGE:</u>
ZACCARIA GERMAN DI CIONE	Cash and Services/Expertise	50%
ANTONIO ZAZZARINO	Cash, Services/Expertise and/ or Sundry Personalty	50%

NO FURTHER MEMBERS, INITIALLY.

Dated: Hollywood, FL.
October 12, 2000.


JOSEPH HERMANN'S.
Organizer and Initial Manager
505 South 21st Avenue
Hollywood, FL. 33020

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TALLAHASSEE, FLORIDA