



# L010000008044

ACCOUNT NO. : 072100000032

REFERENCE : 157840 125630A

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 155.00

ORDER DATE : May 21, 2001

ORDER TIME : 3:09 PM

ORDER NO. : 157840-005

CUSTOMER NO: 125630A

CUSTOMER: Mr. Jack E. Owens  
J. E. Owens & Company, C.p.a.

2731 Silver Star Road  
Suite 100  
Orlando, FL 32808

TO ACHIEVE  
SUFFICIENCY OF FILING

2001 MAY 21 PM 3:54

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TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: LASO INVESTMENTS LIMITED  
LIABILITY COMPANY

300004275273--0

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

*JP*

5-22-01

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## **Limited Liability Company Articles of Organization**

We, the undersigned, who intend to form and create a Limited Liability Company, PURSUANT TO THE Statutes of the State of Florida, do hereby state and certify the following:

1. The name of the Liability Company shall be LASO INVESTMENTS LIMITED LIABILITY COMPANY.
2. The registered office of the company is located at 5485 South Orange Blossom Trail, city of Orlando, state of Florida; its registered agent is Jose L. Laso, for service of process.
3. The principal place of business and mailing address of the Company is located at 5485 South Orange Blossom Trail, city of Orlando, state of Florida, zip code of 32839.
4. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under laws of the above named State.
5. The company shall have a duration of 30 years and it shall dissolve at the end of said time frame.
6. Indemnification.
  - a. The company shall indemnify any person who is or was a party, who threatened to be made a party, to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member, or employee of the company, or is or was serving at the request of the company as a director, trustee, officer, or employee of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties, and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or a least not opposed to, the best interests of the company, and with respect to any criminal action or proceeding, he or

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she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere, or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interest of the company.

- b. The forgoing indemnification shall not apply in the case of an action, suit, or proceeding instituted by one or more members of the company, if the claim, matter, or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnification; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties, and amounts paid in settlement as determined by the court.
- c. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative, or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit, or proceeding, as authorized by a majority in interest of the members upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to indemnification by the corporation.
7. *Composition of management.* The management of the Company will be vested in a board of managers, consisting of a number not more than four, designated in accordance with the terms of the company operating agreement. Therefore, the Company is a manager-managed company.
8. The names and addresses of the Managers of the Company are as follows:

<b>Managers</b>	<b>Address</b>
<b>Claudio Laso</b>	<b>7307 Fulcrum Avenue Orlando, Florida 32812</b>
<b>Jose L. Laso</b>	<b>3692 Seminole Drive Orlando, Florida 32812</b>

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9. The amount of capital each Member has contributed or has agreed to contribute:

<b>Member</b>	<b>Capital Agreed To Contribute</b>
<b>Gustavo P. Laso</b>	<b>\$ 1,000.00</b>
<b>Claudio Laso</b>	<b>\$ 1,000.00</b>
<b>Eugenio A. Laso</b>	<b>\$ 1,000.00</b>
<b>Carlos A. Valdivia</b>	<b>\$ 1,000.00</b>
<b>Jose L. Laso</b>	<b>\$ 1,000.00</b>

10. The company shall have the right to add additional Members according to the terms of the Operating Agreement.
11. The Members may only discontinue business upon an event of dissolution only according the terms of the Operating Agreement.
12. The company shall be initially organized with at least two Members.

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**Managing Members**

Claudio Laso

Jose L. Laso

**Members**

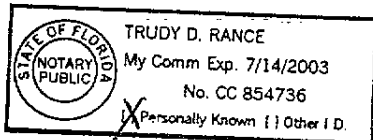
Gustavo P. Laso

Eugenio A. Laso

Carlos A. Valdivia

STATE OF FLORIDA  
COUNTY OF ORANGE

On the 17 th day of May, 2001, personally appeared before me  
Claudio Laso, Jose L. Laso, Gustavo P. Laso, Eugenio A. Laso, and Carlos A. Valdivia,  
the signers of the within instrument, who duly acknowledged to me that they executed the  
same.



Trudy Rance  
Notary Public

4505 I Landing Drive  
Residing at: Orlando Fl. 32808

7/14/2003  
My commission expires:

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the  
above stated limited liability company, at the place designated in the Articles of  
Organization, 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 as provided for in Chapter 608, F.S.

Jose L. Laso

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