L0100001214 Division of Corporations

# Florida Department of State

**Division of Corporations** 

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# LIMITED LIABILITY COMPANY

harpomvid, Ll.c.

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1 of 2

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# HO1000084107 ARTICLES OF ORGANIZATION

OF

#### HARPOMVID, L.L.C.

The undersigned hereby forms and organizes a limited liability company pursuant to Section 608,407 of the Florida Limited Liability Company Act (the "Act") and adopts the following Articles of Organization of HARPOMVID, L.L.C. (the "Company"):

#### ARTICLE I

#### NAME

The name of the limited liability company is: HARPOMVID, L.L.C.

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#### ARTICLE II

#### DURATION

The duration of the Company will be perpetual.

#### **ARTICLE III**

#### **ADDRESS**

The mailing address and street address of the principal office of the Company is 500 West 18th Street, Hisleah, Florida 33010.

CHARLES S. SERFATY, P.A. 4330 SHERIDAN ST., SUITE 202B HOLLYWOOD, FL 330211

FLORIDA BAR NO.: 821 837 954 - 894 - 9449

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#### ARTICLE IV

### INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company is Charles S. Serfaty, Esq., 4330 Sheridan Street, Suite 202-B, Hollywood, Florida 33021.

#### ARTICLE V

#### **MANAGEMENT**

The Company will be managed by a manager or managers to be elected in accordance with the Company's regulations. The names and addresses of the initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualified, in accordance with the Regulations of the Company, are as follows:

OSCAR IGNACIO HEGUILEN 500 West 18th Street Hialeah, Florida 33010

JAVIER IGNACIO HEGUILEN 500 West 18th Street : Hialeah, Florida 33010 OI JUL 24 PH 1: 20

#### **ARTICLE VI**

#### ADDITIONAL MEMBERS

The members of the Company shall have the right to admit additional members by the unanimous vote of the members of the Company and conditions of the admission of new members shall be governed by the Company's regulations.

#### <u>ARTICLĖ VII</u>

#### MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the Company shall in accordance with the terms and conditions contained in the Company's regulations have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member of the Company.

#### ARTICLE VIII

#### INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection withy such proceeding, including the appeal thereof, if he/she acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interest of the Company and, with respect to any criminal action or proceeding, has no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

#### ARTICLE IX

#### EFFECTIVE DATE

Pursuant to Section 608.409 of the Act, these Articles of Incorporation and the existence of the Company shall become effective on July 19, 2001.

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IN WITNESS WHEREOF, these Articles of Organization have been executed by the undersigned Member of the Company as of July 19, 2001.

MEMBERS:

DAILY, S.A., an Argentinean Company

JAVIER IGNACIO HEGUILEN, as Pres

OSCAR IGNACIO HEGUILEN

JAVIER IGNATIO HEGUILEN

# ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for HARPOMVID, L.L.C. in the foregoing Articles of Organization, I, Charles S. Serfaty, Esq., hereby agree to accept service of process for said limited liability company and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.

HARLES S. SERFATY, E.

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