# Liw Offices of Don Librory. 2) North Thornon Ayante Orlando Floria 32/01

Member Florida and Ohio Bar Telephone (407) 425-7676 Facsimile (407) 425-7679

July 25, 2001

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, Florida 32314

Re: Romanaja, L.L.C.

300004502373-<u>3</u> -07/27/01--01065--002 \*\*\*\*155.00 \*\*\*\*155.00

Dear Sir/Madam,

L01-12456

Enclosed herewith please find the following relative to the filing of the above-referenced Limited Liability Company:

- 1. Original and one copy of the Articles of Organization and Designation of Resident Agent.
- 2. Check in the amount of \$155.00, to pay for the following costs:

a. Filing fees	\$100.00
b. Certified Copy	30.00
c. Registered Agent Designation	25.00

Thank you for your assistance in this matter, and, should you have any questions, please do not hesitate to contact this office.

Very truly yours,

Don L. Brown

DLB:ma Encl: as stated



# ARTICLES OF ORGANIZATION OF

## ROMANAJA, L.L.C.

Pursuant to Chapter 608, Florida Statutes, the undersigned, being a natural person over the age of 18 years, and being a member or an authorized representative of a member of ROMANAJA, LLC, hereby forms a limited liability company.

#### Article 1 - Name

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

# Article 2 - Duration

The duration of the limited liability company shall be twenty five years from the date of filing of these Articles of Organization, which such period may, from time to time, be extended, by amendment to these Articles upon the unanimous vote of members.

# Article 3 - Initial Principal Office

The mailing address and the address of the initial principal office of the limited liability company shall be 118 Moss Bluff Road, Kissimmee, Osceola County, FL 34746.

#### Article 4 - Registered Agent

The name and address of the initial registered agent within the State of Florida fo the limited liability company is Don L. Brown, Esquire, 200 North Thornton Avenue, Orlando, Orange County, Florida 32801.

# Article 5 - Additional Members

No person may be admitted as a member of the limited liability company except upon the unanimous written consent of then existing members of the limited liability company.

#### Article 6 - Continuation of Business Upon Termination of Member

In the event of 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 in the limited liability company, upon unanimous written consent, the remaining members shall have a right to continue the business of the limited liability company.

## Article 7 - Management

The affairs of the limited liability company shall be managed by one or more managers who shall be elected by and hold such offices as may from time to time be

determined by a majority of the members of the limited liability company. The name and address of the initial manager of the limited liability company who shall serve until the first annual meeting or until his successor is duly elected and qualified shall be Romulo Jose Cabeza, whose address is 118 Moss Bluff Road, Kissimmee, Osceola County, Florida 34746.

# Article 8 - Transferability of Member's Interest

No member may assign, in whole or in part, his membership interest in the limited liability company without the unanimous written consent of the non-assigning members.

# Article 9 - Initial Members

The company shall have two members initially. The number of members can be increased or diminished from time to time by the Regulations, but shall never be less than one member. The name and address of the initial members of the company are Romulo Jose Cabeza, 118 Moss Bluff Road, Kissimmee, Osceola County, Florida 34746 and Mariano Linares Parrondo, 118 Moss Bluff Rd., Kissimmee, Florida 34746.

IN WITNESS WHEREOF, the undersigned organizer has set his hand and seal this 25th day of July, 2001.

Cabeza

STATE OF FLORIDA COUNTY OF ORANGE

Before me the undersigned officer, on this day of July, 2001, personally appeared Romulo Jose Cabeza, personally well known to me to be the person who executed the foregoing Articles, and who acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed and, under the penalties of perjury, that the contents thereof are true to the best of his knowledge, information, and belief.

[SEAL]

My Commission Expires:

My Commission CC726396 Expires April 26, 2002

## CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAME OF REGISTERED AGENT UPON WHICH PROCESS MAY BE SERVED

This certificate is submitted in compliance with F.S.§§ 48.091 and 608.415:

ROMANAJA, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida, with its principal office as indicated in its Articles of Organization in the City of Kissimmee, County of Osceola, State of Florida, names the following person as its Registered Agent to accept service of process within this State: Don L. Brown, Esquire, 200 North Thornton Avenue, Orlando, Florida 32801.

# Acknowledgment

Having been named to accept service of process for the above named limited liability company, at the place designated in this Certificate, I hereby state that I am familiar with and accept the obligations of the position, and that I agree to act in this capacity and to comply with the provisions of the said statute relative to keeping open said office.

Don L. Brown, Esquire 200 North Thornton Avenue

Orlando, Florida 32801