

L01000013434

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LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

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(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 AUG 13 AM 10:46
DIVISION OF CORPORATIONS

RECEIVED
DEPARTMENT OF STATE
AND FILED

NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

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

1. THEROOTH LLC (Document #)
2. _____ (Document #)
3. _____ (Document #)
4. _____ (Document #)

- Walk in Pick up time 2.00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

~~WD-1777~~

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****155.00 ****155.00

Examiner's Initials BR-1301



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 3, 2001

LAZARUS CORPORATE FILING SERVICE

SUBJECT: THEROOTH LLC
Ref. Number: W01000017979

We have received your document for THEROOTH LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following:

The document must contain the entity's complete mailing address.

The articles are referring to the entity as a corporation. Please amend your document throughout.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 201A00044906

APPROVE
AND
FILED
01 AUG 13 11:11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

THEROOTH LLC

The undersigned hereby agree(s) to organize a limited liability company under the laws of the State of Florida, Chapter 608, with the following Articles of Organization.

ARTICLE I

NAME

The Limited Liability Company name shall be:

THEROOTH LLC

ARTICLE II

EXISTENCE

The Limited Liability Company shall exist in perpetuity from the date of registration unless terminated earlier per Florida Statute 608.

ARTICLE III

PURPOSE

The Limited Liability Company purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States.

ARTICLE IV

PRINCIPAL OFFICE

The post office address and the street address of the principal office of the Limited Liability Company is:

4338 S.W. 8 STREET. MIAMI. FL. 33134 This is also the mailing address

ARTICLE V

INITIAL REGISTERED AGENT

The initial Registered Agent of the Limited Liability Company is IGNACIO JAVIER PIRE and the street address of the

registered office is: 4338 S.W. 8 STREET. MIAMI. FL. 33134

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 13 AM 11:05

APPROVED
AND
FILED

ARTICLE VI

INITIAL BOARD OF MANAGERS

The business of the Limited Liability Company shall be managed by an initial Board of Managers consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name and address of the First Board of Managers who shall serve until the first annual meeting of the members or until their successors are elected and qualified shall be:

<u>NAME</u>	<u>ADDRESSES</u>
IGNACIO JAVIER PIRE	4338 SW 8 ST. MIAMI. FL. 33134

ARTICLE VII

POWER OF MANAGER (S)

The Manager (s) shall exercise all powers conferred by law.

ARTICLE VIII

INDEMNIFICATION

The Limited Liability Company shall indemnify any and all of its managers or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their Company Members capacity.

ARTICLE IX

AMENDMENTS

The Limited Liability Company reserves the right to amend, alter, change or repeal any or all provision of the Articles of Organization in the manner now or hereafter prescribed by Florida Statutes.

01 AUG 13 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE X

MEMBERS

There are at least one Member of this Company. The name and address of the initial Members of the Limited Liability Company are as follow:-----

<u>NAMES</u>	<u>ADDRESSES</u>
IGNACIO JAVIER PIRE	4338 SW 8 ST. MIAMI. FL. 33134

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE XI

ADDITIONAL CONTRIBUTIONS TO CAPITAL

Should all Members agree at a regular or special meeting of Members of this Limited Liability Company that additional capital is needed them, in that event, it shall be contributed by all members within a reasonable time as determined at the meeting.

ARTICLE XII

ADDITIONAL MEMBERS

Should all members agree at a regular or special meeting of the members of this limited liability company that additional members may be admitted, then additional members shall be admitted upon payment of cash or contribution of capital assets per the agreement of all members to accept the same.

ARTICLE XIII
CONTINUATION OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or the occurrence of any other event which would terminate the continued membership of members in this Limited Liability Company, the other members have the right to continue the business of the Company as reconstituted without the departing members, pursuant to the terms and conditions as set forth in the company's by-laws.

IN WITNESS WHEREOF, the undersigned, being the original member (s) of the Limited Liability Company, have executed these Articles of Organization this 7 day of AUGUST 2000.-



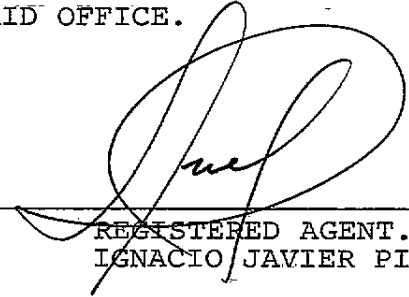
IGNACIO JAVIER PIRE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THESE ARTICLES OF ORGANIZATION, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS IN CHAPTER 608, FLORIDA STATUTES, RELATIVE TO KEEPING OPEN SAID OFFICE.



REGISTERED AGENT.
IGNACIO JAVIER PIRE

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AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA