

# L02000006749

Emilia Gonzalez  
10822 S.W. 4<sup>th</sup> Street Apt.#3  
Miami, FL 33174  
Ph. (305) 480-6016

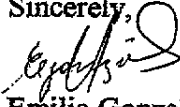
February 27, 2002

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

100005033001--7  
-03/01/02--01078--001  
\*\*\*160.00 \*\*\*160.00

Dear Sir or Madam:

Please find enclosed the Articles of Organization for World Service, L.C. and check # 127 for one hundred and sixty dollars (\$160.00) to pay for the filing fee for the Articles of Organization, Designation of a Registered Agent, a Certified Copy and a Certificate of Status. If you need further information please do not hesitate to contact me at the above address and phone number.

Sincerely,  
  
Emilia Gonzalez

FILED  
02 MAR 21 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L02-6749  
a



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 5, 2002

EMILIA GONZALEZ  
10822 S.W. 4TH STREET APT. #3  
MIAMI, FL 33174

SUBJECT: WORLD SERVICE, L.C.  
Ref. Number: W02000006238

We have received your document for WORLD SERVICE, L.C. and your check(s) totaling \$160.00. 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) 245-6020.

Tammi Cline  
Document Specialist

Letter Number: 902A00013333

FILED  
02 MAR 21 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF ORGANIZATION OF WORLD SERVICES L.C.

The undersigned certifies that we, Emilia Gonzalez, Marco A. Gonzalez and Magdalena Gonzalez, have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

### ARTICLE I

#### NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **WORLD SERVICE, L.C.**, and its principal office shall be located at 10822 S.W. 4<sup>th</sup> Street, Apt. 3, in the City of Sweetwater, County of Miami-Dade, State of Florida, but it shall have the power and authority to establish branch offices at any other places as the members may designate. The mailing address of World Services, L.C. shall be the same address as that of the principal office as stated above.

### ARTICLE II

#### PURPOSE AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on pursuant to the provision of these Articles; and to hold, utilize, and in any manner dispose of the rights and property as acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise

FILED

02 MAR 21 AM 9:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLES III

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### ARTICLE IV

#### MANAGEMENT

FILED  
02 MAR 21 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Emilia Gonzalez  
10822 SW 4<sup>th</sup> St. Apt. 3  
Sweetwater, FL 33174

Marco A. Gonzalez  
Av. Belisario Suarez 1050  
San Juan de Miraflores  
Lima, Peru

Magdalena Gonzalez  
Av. Belisario Suarez 1050  
San Juan de Miraflores  
Lima, Peru

#### ARTICLE V

##### MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all the members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminate the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI

##### CAPITAL CONTRIBUTIONS

Capital contributions in the amount of one hundred dollars (\$100) cash shall be paid to the limited liability company by the three members in equal shares. Additional contributions will made as required for investment purposes, as determined by unanimous consent of the members.

FILED  
02 MAR 21 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VII

### PROFITS AND LOSSES

- (a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows:

Emilia Gonzalez -----	90%
Marco A. Gonzalez -----	5%
Magdalena Gonzalez -----	5%.

The distributive share of the profits shall be determined and paid to the members on December 31 of each year.

- (b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares:

Emilia Gonzalez -----	90%
Marco A. Gonzalez -----	5%
Magdalena Gonzalez -----	5%.

02 MAR 21 AM 9:15  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VIII

### DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

## ARTICLE IX

### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 10822 SW 4<sup>th</sup> St. Apt. 3, City of Sweetwater, County of Miami-Dade, State of Florida, and the name of the company's initial registered agent at that address is Emilia Gonzalez.

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.*

  
\_\_\_\_\_  
Registered Agent's Signature

The undersigned, being one of the original members of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of World Service, L.C.

Executed by the undersigned at 5659 West Flagler Street in the City of Miami, State of Florida on 02/26/02.

  
\_\_\_\_\_  
Emilia Gonzalez

FILED  
02 MAR 21 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Emilia Gonzalez  
10822 S.W. 4<sup>th</sup> Street Apt.#3  
Miami, FL 33174  
Ph. (305) 480-6016

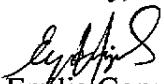
March 14, 2002

Ms. Tammi Cline  
Document Specialist  
Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Dear Ms. Cline:

Please find enclosed the corrected Articles of Organization for World Service, L.C. and a copy of the letter that you sent me. If you need further information please do not hesitate to contact me at the above address and phone number.

Sincerely,

  
Emilia Gonzalez

FILED  
02 MAR 21 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA