

LOAD000008748

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000081856 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

Phone : (305) 634-3694

Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY**heaven & earth investments, LLC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

FILED

02 APR 12 PM 4:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

02 APR 12 AM 8:07

DIVISION OF CORPORATION

H 02000081856

(17)
ARTICLES OF ORGANIZATION
OF
HEAVEN AND EARTH INVESTMENTS, L.L.C.

ARTICLE I.
NAME

The name of the Company is: HEAVEN AND EARTH INVESTMENTS, L.L.C.

ARTICLE II.
PRINCIPAL OFFICE

The principal office of the Company (or the mailing address) will be: 982 S.W. 8th Street, Miami, FL 33130.

ARTICLE III.
DURATION

The Company shall exist in perpetuity.

ARTICLE IV.
PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V.
REGISTERED AGENT

The name and address of the initial registered agent are:

GERALD V. WALSH
9500 N.W. 37th Court
Coral Springs, FL 33065

ARTICLE VI.
MEMBERSHIP

MARIA T. LOPEZ
FRANCISCO LOPEZ
ANA LOPEZ
ROSA MARIA DOMENECH

Additional members may be admitted to the Company upon the vote of the members who own the majority of membership interests, and on such terms and conditions as determined by the Operating Agreement.

ARTICLE VII.
MANAGEMENT

The Member General Manager of the Company shall be FRANCISCO LOPEZ.

The Company may continue in business with the remaining members 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 in the Company.

H 02000081856

FILED

02 APR 12 PM 4:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 02000081856

ARTICLE VIII.
FORMATION

The limited liability Company is being formed by GERALD V. WALSH.

ARTICLE IX.
INDEMNIFICATION

The Company shall indemnify any member or manager to the full extent permitted by law.

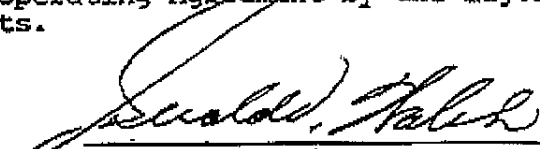
ARTICLE X.
COMMENCEMENT OF EXISTENCE

The Company shall be deemed to have commenced its existence on the date of the filing of these Articles of Organization with the State of Florida.


ARTICLE XI.
AMENDMENTS

Amendments may be made to these Articles by the unanimous approval of all members.

Amendments may be made to the Operating Agreement by the majority vote of the membership interests.


GERALD V. WALSH**REGISTERED AGENT ACCEPTANCE**

Having been named as registered agent and to accept service of process for the HEAVEN AND EARTH INVESTMENTS, L.L.C., pursuant to the provisions of Section 608.415, Florida Statutes, 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.


GERALD V. WALSH
Registered Agent
Date: 4/11/03

H 02000081856