



# L020000/1449

ACCOUNT NO. : 072100000032

REFERENCE : 536382 80545A

AUTHORIZATION :

COST LIMIT : \$ 155.00

*Patricia Pizito*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : April 18, 2002

ORDER TIME : 3:08 PM

ORDER NO. : 536382-005

CUSTOMER NO: 80545A

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CUSTOMER: Antonio J. Pineros, Esq  
Antonio J. Pineros, Esq

10965 Northwest 62nd Terrace

Miami, FL 33178

DOMESTIC FILING

NAME: SUNNY LANDS INVESTMENTS L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	<u>XX</u>	CERTIFIED COPY
Availability		
Document Examiner	DCC	
by	DCC	
	DCC	
Document	DCC	
W. P. Markley	DCC	

CONTACT PERSON: Joyce Markley - EXT. 1130

EXAMINER'S INITIALS:

FILED

02 APR 18 PM 3:48

RECEIVED

02 APR 18 PM 4:34

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

L02-1449

*OK*

Must be with  
Articles of Organization  
and Incorporation



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 19, 2002

JOYCE MARKLEY  
CSC  
TALLAHASSEE, FL

SUBJECT: SUNNY LANDS INVESTMENTS L.L.C.  
Ref. Number: W02000011103

**RESUBMIT**

Please give original  
submission date as file date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for SUNNY LANDS INVESTMENTS L.L.C. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

You have completed the form to file a corporation. If you wish to file a limited liability company you must submit articles of organization under the guide lines of the Florida Statutes 608.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 202A00023604

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02 APR 18 PM 3:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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02 MAY -8 AM 8:52

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 8, 2002

JOYCE MARKLEY  
CSC  
TALLAHASSEE, FL

SUBJECT: SUNNY LANDS INVESTMENTS L.L.C.  
Ref. Number: W02000011103

We have received your document for SUNNY LANDS INVESTMENTS L.L.C. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

The document is illegible and not acceptable for imaging.

THE REGISTERED AGENT'S SIGNATURE HAS BEEN CUT OFF PLEASE  
SUBMIT A BETTER PAGE.

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) 245-6094.

Agnes Lunt  
Document Specialist

Letter Number: 702A00028857

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TALLAHASSEE, FLORIDA

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02 MAY 10 PM 2:07

DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION

OF

SUNNY LANDS INVESTMENTS L.L.C.

ARTICLE I.NAME

The name of the Limited Liability Company is: SUNNY LANDS INVESTMENTS L.L.C.

ARTICLE II.DURATION

The Company shall exist from the date of filing of these Articles of Organization with the Department of State until the earlier of (i) thirty(30) years from the date of filing or (ii) the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.

ARTICLE III.PURPOSE

The Company is organized for the purpose of transacting all lawful activities and business that may be conducted by a limited liability company under the laws of Florida.

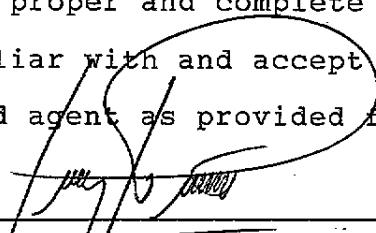
ARTICLE IV. REGISTERED AGENT AND OFFICE AND REGISTERED AGENT'S SIGNATURE.

The name and the Florida street address of the registered agent are:

Juan I Pineros

10773 N.W. 58th Street, #164, Miami, Florida, 33178

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.

ARTICLE V. PLACE OF BUSINESS

The Company's place of business and principal office, with its mailing address is 10965 N.W. 62 Terrace, Miami, Florida, 33178.

ARTICLE VI. CONTRIBUTIONS.

The total amount of cash initially contributed is as follows:

1) ALBERTO BUITRAGO: U.S.\$25,000.00 and 2) JAIME VALDERRAMA: U.S.10,000.00. Additional contributions of capital shall be made to the Company with the unanimous consent of all Members.

ARTICLE VII. ADDITIONAL MEMBERS

The members shall have the right to admit additional members to the Company only as provided in the Company's Operating Agreement.

ARTICLE VIII. TERMINATION OF MEMBERSHIP.

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event that terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by the procedures specified in the Company's Operating Agreement, consent to continue the business of the Company.

ARTICLE IX. MANAGEMENT OF THE COMPANY

The management of the Company shall be vested in a Operating Manager, who shall be appointed annually by its members in the manner prescribed by the Company's Operating Agreement. The initial number of Managers shall be one(1). The name and address of the initial Operating Manager is as follows: Name: ALBERTO BUITRAGO. Address: 5599 N.W. 105 Court, Miami, Florida 33178.

ARTICLE X. REGULATIONS.

At the time of executing these Articles of Organization, the members of the Company shall adopt an Operating Agreement containing all provisions for the regulation and management of this Company not

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TALLAHASSEE, FLORIDA

02 APR 18 PM 3:40

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Articles of Organization of Sunny Lands Investments L.L.C.

Continuation Page 3.

inconsistent with Law or these Articles. The power to alter, amend or repeal the Operating Agreement shall be vested in the members of this Company by a majority in interest.

ARTICLE XI. DATE OF EXISTENCE.

The existence of the Company shall commence on the date of filing of the Articles of Organization, with the Florida Department of State.

ARTICLE XII. TRANSFER OF INTEREST.

No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation or way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

ARTICLE XIII. CERTIFICATED INTERESTS.


The members' interests in the Company may be evidenced by Certificates.

ARTICLE XIV. AMENDMENTS

These articles, except with respect to the vested rights of the members, may be amended from time to time by a majority in interest of the members of the Company. All members of the Company agree to abide by the majority decision and agree to sign the Certificate of amendment corresponding to such amendments for the purpose of filing with the Florida Department of State, consistent with the Act.

The undersigned acting as duly authorized representative of member of the Company, execute these articles of Organization effective as of the date of acceptance of its filing by the Secretary of State of Florida.

BY

  
Antonio J. Pinerós