

L02000012788

Florida Department of State
 Division of Corporations
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To:

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

arcu investments, l.l.c.

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DIVISION OF CORPORATIONS

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**ARTICLES OF ORGANIZATION
OF
ARCU INVESTMENTS, LLC**

The undersigned, acting as Authorized Representatives of a for profit limited liability company pursuant to chapter 608 of the Florida Statutes, adopt the following Articles of Organization

**ARTICLE I
NAME**

Pursuant to Florida Statute § 608.406 the name of the Company is ARCU INVESTMENTS L.L.C.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

c/o Osvaldo N. Soto
2151 So. LeJeune Road, Ste. 310
Coral Gables, FL 33134

**ARTICLE III
PURPOSE & TERM**

The limited liability company may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

This limited liability company shall have perpetual existence, and as such, the members have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the existence of the limited liability company.

**ARTICLE IV
INITIAL REGISTERED AGENT AND OFFICE**

Pursuant to Florida Statute § 608.415 the name and street address of the initial registered agent of the limited liability company is:

Osvaldo N. Soto
2151 S. LeJeune Road, Suite 310
Coral Gables, Florida 33134

**ARTICLE V
LIMITATION OF COMPANY POWERS**

The company powers of this limited liability company are as provided in Chapter 608, Florida

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Statutes, unless limited as follows: NONE

ARTICLE VI
MANAGEMENT SHALL BE RESERVED TO THE MEMBERS

This limited liability company shall have two (2) members initially. The number of members may be increased or diminished from time to time by the Regulations and/or Bylaws but shall never be less than one (1). The name and address of the initial members of this limited liability company are:

<u>NAMES</u>	<u>TITLE</u>	<u>INTEREST</u>
Fontal Holdings, LLC	Managing Member	50%
Janet Caldevilla	Managing Member	50%

ARTICLE VII
MANNER OF ELECTION OF MEMBERS

The members will be elected every two (2) years in a special meeting to be held the second Tuesday of the month of January of every year as stated in the Regulations and/or Bylaws of the limited liability company.

ARTICLE VIII
REGULATIONS AND/OR BYLAWS

The Regulations and/or Bylaws of this limited liability company may be adopted, altered, amended or repealed by the Members, according to said Regulations and/or Bylaws.

ARTICLE IX
INDEMNIFICATION

The limited liability company shall indemnify any Member to the full extent permitted by law.

ARTICLE X
PRINCIPAL LIMITED LIABILITY COMPANY ADDRESS

The principal address of the limited liability company is: c/o Osvaldo N. Soto, Esq., 2151 So. LeJeune Road, Ste. 310, Coral Gables, FL 33134.

ARTICLE XI
ADDITIONAL MEMBERS

No person shall be admitted as a member unless a majority-in-interest of the members consent in writing to the admission of the additional member.

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**ARTICLE XII
AUTHORIZED REPRESENTATIVES**

The name and address of the Authorized Representatives who have executed these Articles of Organization are.

A. Janet Caldevilla, 5161 Collins Avenue, Apt. 211, Miami Beach, FL 33140

**ARTICLE XIII
AMENDMENT**

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization in accordance with the provisions of the Florida Limited Liability Company Act.

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IN WITNESS THEREOF, the undersigned has executed these Articles of Organization, this
10 day of May, 2002


JANET CALDEVILLA

1019L P.05
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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN
ARTICLE IV OF THESE ARTICLES OF ORGANIZATION, THE UNDERSIGNED
HEREBY AGREES TO ACT IN THIS CAPACITY, IS FAMILIAR WITH AND ACCEPTS
THE OBLIGATIONS OF THE POSITION AS PROVIDED FOR IN FLORIDA STATUTES
CHAPTER 608, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF MY
DUTIES.

DATED THIS 10th DAY OF MAY, 2002.

OSVALDO N. SOTO

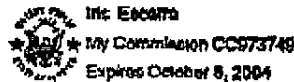
STATE OF FLORIDA
COUNTY OF MIAMI-DADE }

BEFORE ME, the undersigned authority personally appeared OSVALDO N. SOTO, who is
personally known to me, or () who produced a Florida driver's license as identification and who did
not take an oath on this 10 day of May, 2002.

NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires:

Printed name of Notary



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