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### IMMIGRATION LAW CENTER

A Private Law Firm

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\*Admitted in Florida and Virginia

Members of American Immigration Lawyer's Association

Gustavo Vargas, Esq.\*

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May 21, 2002

Department of State Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

Re:

VICTOR VICTORIA, LLC

300005600123--0 -05/23/02--01061--009 \*\*\*\*125.00 \*\*\*\*125.00

Dear Sir or Madam:

Enclosed for filing please find the original and copy of the Articles of Organization on behalf of Victor Victoria, LLC. Also enclosed please find a check in the amount of \$125.00 to cover the filing fees.

Thank you for your assistance in this matter.

Sincerely,

Maribeth Ashley

Immigration Paralegal

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**Enclosures** 

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SECRETARY OF STATE

#### VICTOR VICTORIA, LLC

## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

- 1. NAME. The name of the Limited Liability Company shall be VICTOR VICTORIA, LLC, a Florida Limited Liability Company.
- 2. **ADDRESS:** The mailing address and the street address of the principal office of the Limited Liability Company is:

132 E. Colonial Drive, Suite 211 Orlando, Florida 32801

The mailing address and/or the street address of the Principle Office may be changed from time to time by the Members.

- 3. **DURATION.** The period of duration for the Limited Liability Company shall be perpetual.
- 4. **MANAGEMENT.** The Limited Liability Company shall be a member managed company.
- 5. **INITIAL REGISTERED AGENT.** The name and street address of initial registered agent of the Limited Liability Company is:

Maribeth Ashley 132 East Colonial Drive Suite 211 Orlando, Florida 32801

6. INDEMNIFICATION. Every manager, managing member, refficer, employee and/or agent of the Company shall be indemnified by the Company against all expenses and liabilities, including attorney's fees reasonably incurred or by reason of their being imposed upon him or her, in connection with any proceeding to which he or she may be made a party or in which he or she may become involved by reason of his or her employment or by reason of his or her being or having been a manager, member manager, officer, employee and/or agent of the Company, or any settlement thereof, whether or not he or she is a member, member manager, officer, employee and/or agent at the time such expenses are incurred, except in such cases wherein the actions, or omissions to act, on the part of the member, member manager, officer, employee and/or agent are adjudged

to be material to the cause of action as adjudicated and constitute a violation of criminal law unless the member, member manager, officer, employee and/or agent had no reasonable cause to believe such conduct was unlawful, or involves a transaction in which the member, member manager, officer, employee and/or agent derived an improper personal benefit. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such member, member manager, officer, employee and/or agent may be entitled.

7. **EFFECTIVE DATE.** The Limited Liability Company's existence shall commence at the date and time when these Articles of Organization are filed.

Manuel Amaro, authorized

representative

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## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

- 1. The name of the Corporation is: VICTOR VICTORIA, LLC.
- 2. The name and address of the registered agent and office is:

Maribeth Ashley 132 E. Colonial Drive, Suite 211 Orlando, Florida 32801

Having been named as registered agent and to accept service of process for the above-stated corporation 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.

Maribeth ashley
Signature

Date

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SECRETARY OF STATE