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1. NOEL R. PUIG, L.L.C.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
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<input type="checkbox"/>	Merger

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Examiner's Initials

**ARTICLES OF ORGANIZATION**  
**OF**  
**NOEL R. PUIG, L.L.C.**

The undersigned certify that we 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**

The name of Limited Liability Company shall be:

NOEL R. PUIG, L.L.C.

**ARTICLE II**  
**PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the Limited Liability Company shall be located at 1334 S.W. 136<sup>th</sup> Place, Miami Florida 33184-1814. This limited liability company shall have the power and authority to establish branch offices at any of other place as the members may unanimously designate.

**ARTICLE III**  
**PURPOSES 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 businesses to be transact, shall be as follows:

- 1- To engage in any activity or business authorized under the State of 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 forth 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 provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

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- 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 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 pertinent to, or going out of, or connected with it business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
- 6- The several clauses contained in this statement of the general nature of the business or business 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.
- 7- 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.

#### **ARTICLE IV EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business affairs of this limited liability company shall be managed under the direction of, two managers and the same name and address of such manager who is to serve manager is:

Noel R. Puig, L.L.C.  
1334 S.W. 136<sup>th</sup> PLACE  
Miami, FL 33184-1814

This Article may be amended from time to time in the regulations of the limited liability company by a two third majority of the votes of the members of the limited liability company.

**ARTICLE V  
MANAGEMENT**

This limited liability company is to be managed by one manager who name and address is as follows:

Noel R. Puig, L.L.C.  
1334 S.W. 136<sup>th</sup> PLACE  
Miami, FL 33184-1814

**ARTICLE VI  
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members only by unanimous written consent of all members. 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 the unanimous written consent of all members.

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

**ARTICLE VII  
CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$ 1000.00 cash shall be paid to the limited liability company by the one member as follows: Noel R. Puig, L.L.C.

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in the same proportion as they have made the initial capital contributions, namely 100 %.

**ARTICLE VIII  
DURATION**


This limited liability company shall exist from the date on which these Articles of Organization are filed with the Florida Department of State, until dissolved in a manner provided in the regulations adopted by the members.

**ARTICLE IX  
INITIAL REGISTERED OFFICE AND REGISTERD AGENT**

The address of the initial registered office of the limited liability company is 1334 S.W. 136<sup>th</sup> PLACE, Miami, FL 33184-1814, and the name of the initial registered agent whose address is 1334 S.W. 136<sup>th</sup> PLACE, Miami, FL 33184-1814 is Noel R. Puig.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Noel R. Puig, L.L.C.....

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 31<sup>st</sup> day October, 2003 at 1334 S.W. 136<sup>th</sup> PLACE, Miami, FL 33184-1814.

  
\_\_\_\_\_  
By: Noel R. Puig, as Member of Noel R. Puig, L.L.C.