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Division of Corporations

Fax Number : (850)205-0383

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone : (305)599-0839 Fax Number : (305)716-0346

LIMITED LIABILITY COMPANY

BERMAELA, L.L.C.

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SECRETARY OF ATTATE A
ALLAHASSEE, CORIDA

ARTICLES OF ORGANIZATION

of

BERMAELA, L.L.C.

WE, the organizers hereto, do hereby execute these Articles of Organization of BERMAELA, L.L.C., a limited liability company, organized under and pursuant to the provisions of Chapter 608, Florida Statutes.

ARTICLE I - NAME

The name of the limited liability company is: BERMAELA, L.L.C.

ARTICLE II - EXISTENCE

This limited liability company shall exist from the date of the filing of these Articles of Organization with the Department of State, Taliahassee, Florida or such other offices thereof, authorized to accept same, and for a maximum period of thirty (30) years from the date of the filing hereof, unless otherwise terminated prior thereto in accordance with law.

ARTICLE III - PURPOSE OF ORGANIZATION

The company is organized for the express purpose of receiving, buying, acquiring, owning, developing, renting, selling, leasing and/or in any other manner dealing in real and personal property located within the State of Florida, and for any and all other acts or purposes permitted under Section 608.404 Florida Statutes and for any and all other applicable or governing laws of the State of Florida, except as any of the foregoing acts and/or purposes may be otherwise barred or restricted by law.

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ARTICLE IV - PLACE OF BUSINESS AND REGISTERED AGENT

A. <u>Place of Business</u> - the company's place of business within the State is at the following address:

3301 Ponce De Leon Boulevard Suite 210 Coral Gables, FL 33148

B. Registered Agent - The name and address of the Registered Agent of the company is:

Paul R. Sasso, Esquire 7721 SW 62 Avenue Suite 202 South Miami, FL 33143

ARTICLE V - TOTAL CONTRIBUTIONS BY MEMBERS

- A. <u>Initial Contributions of Cash and/or Property by Members</u>. Immediately following the filling of these Articles of Organization, the members shall contribute to the company cash in the amount of \$125,000.00.
- B. Unless otherwise specified herein, the members shall not be required at any time to make any additional contributions of cash or property to the company, unless all members unanimously agree thereto in writing.

ARTICLE VI - ADMISSION OF NEW MEMBERS

Unless otherwise herein specified, no new members shall be admitted to the company during the term of its existence. New members may be admitted pursuant for vote of not less than 100% per cent of the total existing ownership interests in the company, which percentage shall be determined and measured by the percentage of ownership interest each member has in the company as opposed a simple majority of the members.

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No individual member and/or manager of the company, if one be designated, shall ever have the power to terminate or grant membership to any person.

ARTICLE VII - INTERESTS OF MEMBERS

All interests of members in the company shall be considered personal property and not real property. Any interest of a member in the company shall be transferred only as provided in an operating agreement to be adopted by the unanimous written agreement of all members, which agreement shall be kept and maintained with these Articles of Organization as part of the official records of the company.

ARTICLE VIII - CONTINUATION AFTER INVOLUNTARY TERMINATION

In the event of termination of the company due to death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or any other event which involuntarily terminates the company, i.e. without the consent of a majority of the ownership interests in the company, then and in that event the remaining and/or surviving members shall be fully entitled to continue the business of the company provided that not less than a majority of the ownership interests then remaining shall have agreed to do so in writing.

ARTICLE IX - MANAGEMENT OF THE COMPANY

A. Management by Members - unless otherwise specifically stated herein; management of the company shall be reserved to and be by the members of the company. The names and addresses of the Members of the company are:

M.J.G. Corp. / 3301 Ponce De Leon Blvd. #210 Coral Gables, FL 33146

E.J.G. Corp. / 3301 Ponce De Leon Blyd. #210 Coral Gables, FL 33146

Crimcov of America, Inc. / 3301 Ponce De Leon Blvd. #210 Coral Gables, FL 33146 03 NOV 26 AM 9: 04

B. In order to facilitate the operation of the company, the following named person(s) or entity(ies) is/are herewith designated as the Manager(s) of the company until the first annual meeting of members or until their respective successors are elected and qualified.

IN WITNESS WHEREOF, we have hereunto affixed our respective hands and seals as organizers of this limited liability company this 24 to day of Notes A.D. 20<u>@3</u>_ STATE OF FLORIDA :35 COUNTY OF MIAMI-DADE BEFORE ME, the undersigned authority, personally appeared Maria Girondo.

Bertha Girondo, and Eladio J. Girondo as the organizers of BERMAELA, LLC, a Florida limited liability company in formation, and who are personally known to me or who have provided a Florida Driver's License, Numbers: ؠ executed the foregoing Articles of Organization for the purposes therein expressed.

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My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in the Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Registered Agent

Print Name

DATED: 1/24/23

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