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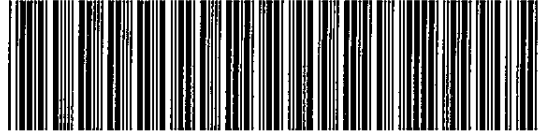
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

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ACCOUNT NO. : 072100000032

REFERENCE : 353569 4310462

AUTHORIZATION : —

COST LIMIT : \$ PPD

ORDER DATE : December 10, 2003

ORDER TIME : 11:56 AM

ORDER NO. : 353569-005

CUSTOMER NO: 4310462

CUSTOMER: Ms. Sandy Tillman
Stuart S. Rosenthal, P.a.

404 East Atlantic Boulevard
Suite 101
Pompano Beach, FL 33060

DOMESTIC FILING

NAME: HILO ENTERPRISES, LLC

EFFECTIVE DATE: —

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Troy Todd - EXT. 1140

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION OF

HILO ENTERPRISES, LLC

03 DEC 10 PM 3:21
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be HILO ENTERPRISES, LLC, and its principal office (and mailing address) shall be located at 404 East Atlantic Boulevard, Suite 101 in the City of Pompano Beach, County of Broward, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

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 business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

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

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 of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. 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 herein set forth in the Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses 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.

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 III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this

limited company shall be managed under the direction of, the managing member of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV MANAGEMENT

This limited liability company shall be managed by one manager. The name and address of the person who shall initially serve as managing member until a successor is elected and qualified is as follows: STELLA FAYE SIMPSON, 6051 N. Ocean Drive, #704, Hollywood, Florida 33019

ARTICLE V MEMBERSHIP RESTRICTIONS

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

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

ARTICLE VI DURATION

This limited liability company shall exist until a date not exceeding 50 years from the date of filing with the Department of State, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is STUART S. ROSENTHAL, City of Pompano Beach, County of Broward, State of Florida, and the name of the company's

initial registered agent at such address is 404 East Atlantic Boulevard, Suite 101, Pompano Beach, Florida 33060.

The undersigned, being the original members of the limited liability company, certify that the foregoing constitutes the proposed Articles of Organization of HILO ENTERPRISES, LLC.

Executed by the undersigned on December 9, 2003.

HILO 1235 CORP., a Nevada corporation

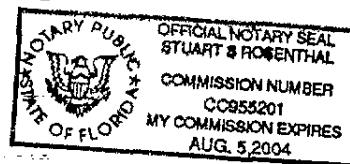
Stella Faye Simpson
STELLA FAYE SIMPSON

BY: Stella Faye Simpson
STELLA FAYE SIMPSON
Vice President

STATE OF FLORIDA)
) §
COUNTY OF BROWARD)

9th The foregoing instrument was acknowledged before me this day of December, 2003, by STELLA FAYE SIMPSON, Vice President of HILO 1235 CORP., a Nevada corporation, who is personally known to me or who has produced _____ as identification.

[Signature]
Notary Public, State of Florida



STATE OF FLORIDA)
) §
COUNTY OF BROWARD)

9th The foregoing instrument was acknowledged before me this day of December, 2003, by STELLA FAYE SIMPSON, who is personally known to me or who has produced _____ as identification.

[Signature]
Notary Public, State of Florida



STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

Pursuant to the provisions of Sections 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **HILO ENTERPRISES, LLC.**

The name of the registered agent for HILO ENTERPRISES, LLC is **STUART S. ROSENTHAL** and the street address of the company's principal office where the agent is located is **404 East Atlantic Boulevard, Suite 101, Pompano Beach, Florida 33060.**

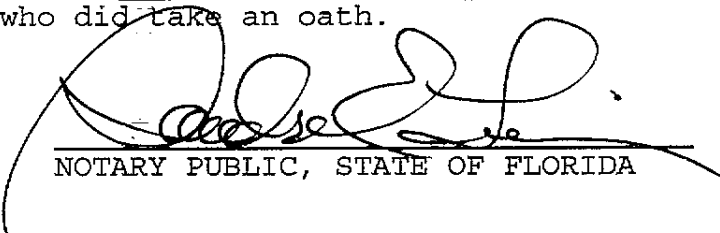
This statement is to acknowledge that, as indicated above, HILO ENTERPRISES, LLC has appointed me, **STUART S. ROSENTHAL**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to 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.

Dated: 12/8/03


STUART S. ROSENTHAL

STATE OF FLORIDA)
) §
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 8 day of Dec, 2003 by **STUART S. ROSENTHAL**, who is personally known to me and who did take an oath.


NOTARY PUBLIC, STATE OF FLORIDA

