

**L04000009526**

Florida Department of State  
Division of Corporations  
Public Access System

**Electronic Filing Cover Sheet**

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H04000023548 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**

Division of Corporations  
Fax Number : (850) 205-0383

**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

RECEIVED  
04 FEB -3 PM 4:16  
DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

**mst investments, llc**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$155.00

04 FEB -3 PM 2:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVE  
AND  
FILED

24-04

**Electronic Filing Menu****Corporate Filing****Public Access Help**



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 3, 2004

EMPIRE

SUBJECT: MST INVESTMENTS, LLC

REF: W04000004640

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumley  
Document Specialist

FAX Aud. #: H04000023548  
Letter Number: 104A00007160

SECRETARY OF STATE  
TALLAHASSEE, FL 32310

04 FEB -3 PM 2:21

APPROVED  
AND  
FILED

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H040000023548

6

**ARTICLES OF ORGANIZATION  
OF  
MST INVESTMENTS, LLC**

The undersigned, acting as Authorized Representative of a 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 MST INVESTMENTS, LLC.

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

18321 SW 87<sup>th</sup> Avenue  
Miami, FL 33157

**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

LH10000023548

04 FEB -3 PM 2:01  
SECRETARY  
VALAASSEE

APPROVED  
AND  
FILED

agent of the limited liability company is:

Iris Escarra, Esq.  
150 SW 52<sup>nd</sup> Avenue  
Miami, FL 33134

**ARTICLE V**  
**LIMITATION OF COMPANY POWERS**

The company powers of this limited liability company are as provided in Chapter 608, Florida 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>
Mishart Torres	Managing Member	50%
Michelina Torres	Managing Member	50%

04 FEB -3 PM 2:21  
SECRETARY'S FILE  
TALLAHASSEE, FLORIDA

**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 either the Members.

**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: 18321 SW 87<sup>th</sup> Avenue,  
Miami, FL 33157

**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.

**ARTICLE XII**  
**AUTHORIZED REPRESENTATIVES**

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

A. Mishart Torres, 18321 SW 87<sup>th</sup> Avenue, Miami, FL 33157 .

**ARTICLE XIII**  
**AMENDMENT**

This limited liability company reserves the right to amend or repeal any provisions contained

FILED  
04 FEB -3 PM 2:21  
SECRET  
TALLAHASSEE, FL  
0000

in these Articles of Incorporation in accordance with the provisions of the Florida Limited Liability Company Act.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization, this  
28 day of January, 2004.

Mishart Torres  
MISHART TORRES

APPROVED  
AND  
FILED

04 FEB -3 PM 2:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

404000023548

Articles of Organization  
MST Investments LLC  
Page 5 of 5

**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 2nd DAY OF February, 2004.

IRIS ESCARRA  
IRIS ESCARRA

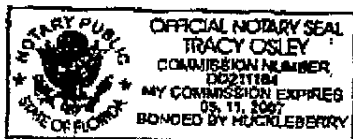
STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority personally appeared IRIS ESCARRA, 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 2nd day of February, 2004.

Tracy Osley  
NOTARY PUBLIC - STATE OF FLORIDA

Tracy Osley  
Printed name of Notary

My Commission Expires:



04 FEB - 3 PM 2:21  
SECRETARY L. J. JAY  
TALLAHASSEE, FL 32304

APPROVED  
FILED

404000023548