

L040000031541

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

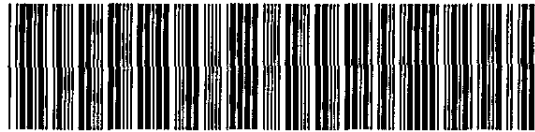
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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STATE OF FLORIDA
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REGISTRATION
TALLAHASSEE, FLORIDA

APR 26 AM 11:25

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EXPRESS CORPORATE FILING SERVICE INC.

Requestor's Name

1000 PONCE DE LEON BLVD. SUITE:101

Address

CORAL GABLES, FL 33134 (305) 444-4994

City/State/Zip

Phone #

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PBG TOYS, L.L.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☒ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is:
PBG Toys, L.L.C.

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company in the State of Florida is **14160 Palmetto Frontage Rd. suite 21, Miami Florida 33. 016**. The Board of Managers may from time to time move the principal office to another address in Florida.

ARTICLE III - Duration

This Limited Liability Company is to exist perpetually. The remaining members may vote to continue the Limited Liability Company's business without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE IV - Management

The Limited Liability Company is to be managed by a member and the names and address of the managers are:

<u>Name</u>	<u>Address</u>
Martin Caparros Jr. .	14160 Palmetto Frontage Rd. Suite 21 Miami, Fl. 33016
Julio Robaina	14160 Palmetto frontage Rd. Suite 21 Miami, FL. 33016

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JAN 11 2000

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ARTICLE V - Membership

Initially, the Limited Liability Company shall have two members. The name, address and percentage membership interests are:

<u>Name</u>	<u>Address</u>	<u>Interest</u>
Martin Caparros Jr.	14160 Palmetto Frontage Rd. suite21 Miami, FL 33016	50%
Julio Robaina	14160 Palmetto Frontage Rd. Suite 21 Miami, FL. 33016	50%

All memberships shall be payable in cash, notes or other property at a valuation to be fixed by the Board of Managers at a meeting called for that purpose. Property may be purchased or paid for with memberships at a just valuation to be fixed by the Board of Managers. The members by unanimous vote may sell further memberships as they deem necessary at a price to be determined in their discretion. Any new membership interests shall reduce the existing percentages pro-rata. However, whenever new membership interests are sold the existing members shall have preemptive rights.

ARTICLE VI - Admission of Additional Members

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be set forth in the Regulations adopted by the members.

ARTICLE VII - Members Rights to Continue Business

The right, if given, of the remaining members of the Limited Liability Company to continue the business (on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company) shall be set forth in the Regulations adopted by the members.

ARTICLE VIII - Amendment

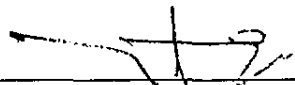
These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved at a members' meeting by a unanimous vote of the membership

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHO PROCESS MAY BE
SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That PBG Toys, L.L.C., desiring to organize or qualify under the laws of the
State of Florida, with its principal place of business at the County of Miami-Dade, State of
Florida, has named Danny Correa, as its Agent to accept service of process within Florida.

Having been named to accept service of process for the above stated Limited Liability
Company, at the place designated in this certificate, 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.



Martin Caparros, Jr.
Registered Agent

4/23/04

Date

04 APR 26 PM 12:21
LAW OFFICE
OF MARTIN J. LEE
1117 N. W. 10th St.
Fort Lauderdale, FL 33304

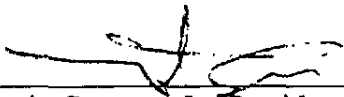
APR 26 2004

ARTICLE IX - Registered Office and Registered Agent

That PBG Toys, L.L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates Martin Caparros, Jr. as its Registered Agent, to accept services within the State. The street address of the registered office of the Limited Liability Company shall be 14160 Palmetto Frontage Rd. suite 21 Miami, Fl. 33016.

IN WITNESS WHEREOF, the hand and seal of the members in Miami-Dade County, State of Florida, this 23 day of April, 2004.

PBG Toys, L.L.C.
By Martin Caparros Jr., its managing member

By: 
Martin Caparros Jr., President

04 APR 26 2004
MARTIN CAPARROS JR.
PRESIDENT