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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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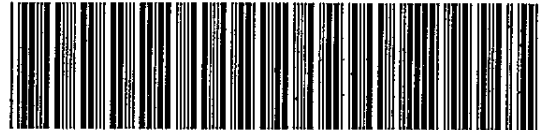
(Business Entity Name)

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## TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: SunGod Enterprises LLC  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Roberto E. Duarte  
(Name of Person)

SunGod Enterprises LLC  
(Firm/Company)

8416 NW 1st Terrace  
(Address)

Miami, Fl. 33126  
(City/State and Zip Code)

For further information concerning this matter, please call:

Roberto E. Duarte at ( 305 ) 569-3533  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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Articles of Organization  
Of  
SunGod Enterprises LLC

**ARTICLE I - NAME**

The name of the limited liability company is:

SunGod Enterprises LLC

**ARTICLE II - PURPOSE**

This limited liability company is being formed for the purpose of engaging in any lawful act, activity or business for which limited liability companies may be organized under the laws of the State of Florida.

**ARTICLE III - MAILING ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company are:

Principal Office Address:

8416 NW 1<sup>st</sup> Terrace  
Miami, Florida 33126

Mailing Address:

8416 NW 1<sup>st</sup> Terrace  
Miami, Florida 33126

**ARTICLE IV - REGISTERED AGENT**

The name and the Florida address of the registered agent are:

Name: Roberto E. Duarte  
Address: 8416 NW 1<sup>st</sup> Terrace  
Miami, Florida 33126

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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 as provided for in Chapter 608, Florida Statutes.

  
Roberto E. Duarte

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#### **ARTICLE V – MANAGEMENT**

The name and address of the management of this limited liability company is as follows:

Name: Roberto E. Duarte  
Title: Manager “MGR”  
Address: 8416 NW 1<sup>st</sup> Terrace  
Miami, Florida 33126

Name: Luis A. Duarte  
Title: Manager “MGR”  
Address: 8416 NW 1<sup>st</sup> Terrace  
Miami, Florida 33126

#### **ARTICLE VI – MEMBERSHIP**

The original membership of this limited liability company is as follows:

Name: Roberto E. Duarte  
Address: 8416 NW 1<sup>st</sup> Terrace  
Miami, Florida 33126

Name: Luis A. Duarte  
Address: 8416 NW 1<sup>st</sup> Terrace  
Miami, Florida 33126

#### **ARTICLE VII – ADMISSION OF ADDITIONAL MEMBERS**

No additional members shall be admitted to the Company except on the express written consent of the majority-in-interest of the members.

#### **ARTICLE VIII – MEMBERSHIP INTEREST**

The initial membership interest of this limited liability company is as follows:

<b><u>Member</u></b>	<b><u>Share %</u></b>
Roberto E. Duarte	98%
Luis A. Duarte	2%

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**ARTICLE IX – RIGHT OF FIRST REFUSAL**

This limited liability company retains the right of first refusal to match any offer by a third party to purchase the “membership interest” of a member.

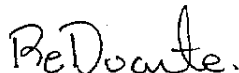
**ARTICLE X – TRANSFER OF INTEREST**

In the case that the Company decides not to exercise its right of first refusal or in the case of a transfer without monetary consideration, a member may transfer his interest in the Company. Nevertheless, the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his interest approve of the proposed transfer by unanimous written consent.

**ARTICLE XI – CONTINUATION OF BUSINESS**

The remaining members of the Company shall continue the business of the Company on the death, retirement, expulsion, bankruptcy, or dissolution of a member.

**REQUIRED SIGNATURE:**



Roberto E. Duarte

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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