

L04000060756

(Requestor's Name)

Frank Ley

13479 SW 12 lane

Miami, FL 33184

(City/State/Zip/Phone #)

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**ARTICLES OF ORGANIZATION
OF
3RD GENERATION, LLC**

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization, (the "Articles").

ARTICLE I. NAME:

The name of the Limited Liability Company is: 3RD Generation, LLC.

ARTICLE II. ADDRESS:

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

13479 Southwest 12th Lane
Miami, Florida 33184

ARTICLE III. PURPOSE AND POWERS

The Company is authorized to transact any business permitted by the laws of the State of Florida for a Limited Liability Company.

ARTICLE IV. DURATION

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

ARTICLE V. REGISTERED OFFICE AND AGENT

The name and the Florida street address of the registered agent is:

Frank Ley
13479 Southwest 12th Lane
Miami, Florida 33184

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ARTICLE VI. MANAGEMENT

The Company shall be managed by members in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provision for the regulation and management of the business and affairs of the Company, not in consistent with Florida law or the Articles.

ARTICLE VII. MEMBERS

The names and the addresses of the initial members of the Company shall be as follows:

Frank Ley
13479 Southwest 12th Lane
Miami, Florida 33184

Robert Ley
13479 Southwest 12th Lane
Miami, Florida 33184

Eddie Gayo
14682 Braddock Oak Drive
Orlando, Florida 32837

Marcus Garcia
15786 Southwest 146th Terrace
Miami, Florida 33196

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ARTICLE VIII. AMENDMENT

The Articles may be amended only by the majority consent of the members.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization in Miami, Florida, on this 10 day of August, 2004.



Frank Ley
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of 3rd Generation, LLC, as the Registered Agent of this Limited Liability Company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as Registered Agent.



Frank Ley
Registered Agent

8/10, 2004

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