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CORPORATION SERVICE COMPANY

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Patricia Pignato

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CUSTOMER NO: 11013A

CUSTOMER: Andrew M. Parish, Esquire
Andrew M. Parish, Esq.

P.o. Box 220063

Hollywood, FL 33022

DOMESTIC FILING

NAME: UNITED AMERICAN TOBACCO
COMPANY, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

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ARTICLES OF ORGANIZATION
OF
UNITED AMERICAN TOBACCO COMPANY, LLC

The undersigned hereby acknowledge that we have associated ourselves together for the purpose of becoming a Florida Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608 and other applicable laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further make and file the following Articles of Organization to serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I - NAME

The name of this limited liability company shall be UNITED AMERICAN TOBACCO COMPANY, LLC.

ARTICLE II - PRINCIPAL ADDRESS

The initial mailing address and street address of the principal office of the company shall be at 1825 NW 167th Avenue, Pembroke Pines, Florida 33028, but the company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE III - REGISTERED OFFICE AND AGENT

The address of the initial registered agent is Bail Battah, and the name of the initial registered agent at that address is 1825 NW 167th Avenue, Pembroke Pines, Florida 33028.

ARTICLE IV - DURATION

As permitted by Florida Statute, this company shall commence its existence within five business days prior to the date these articles of organization are filed with the Florida Department of State. The company's existence shall be perpetual except that the death, resignation, expulsion, bankruptcy, or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member, shall terminate the existence of this company, unless the business of the company is continued by a unanimous vote of all remaining members. The members may also unanimously agree to dissolve and liquidate the company at any time.

ARTICLE V - MANAGEMENT

The Company shall be managed by the Members. Regulations may be adopted to guide management of the affairs of the company not inconsistent with these Articles. The power to adopt, alter, amend or repeal any regulations shall be vested in the Members of the company by unanimous vote.

The names and addresses of the each Member or Managing Members of the Company are:

Managing Member

Basil Battah
1825 NW 167th Avenue
Pembroke Pines, Florida 33028

ARTICLE VI - PURPOSES & POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the company is authorized to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting this limited liability company to carry on any business, exercise any power, or do any act which a Florida limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE VII - EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of the members of this limited liability company. These Articles may be amended by unanimous vote of the Members of the company.

In Witness Whereof, the undersigned subscribes to these Articles of Organization on this 24th day of September, 2004 in Miami-Dade County, Florida.


Basil Battah, Managing Member

ACCEPTANCE BY REGISTERED AGENT

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.

September 24, 2004



Basil Batyah