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### THE ADAMS LAW FIRM

A Professional Association

EDGAR W. ADAMS, ESQ.

1803 PARK CENTER DRIVE SUITE 112 ORLANDO, FL 32835

12/10/04

PHONE 407-293-1410 FAX 407 293-1916 info@theimmigrationfirm.net

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT:

KIM'S, LLC

Enclosed is an original and one copy of the articles of organization and a check for:

()
Filing Fee
and Registered
Agent
Designation

()
Filing Fee,
Registered Agent
Designation, and
Certificate of Status

()
Filing Fee,
Registered Agent
Designation, and
Certified Copy

(X) \$160.00 Filing Fee, Registered Agent Designation, Certified Copy, and Certificate of Status

From: Edgar W. Adams, Esq.

1803 Park Center Drive Suite 112 Orlando, FL 32835 407-293-1410

## ARTICLES OF ORGANIZATION OF

#### KIM'S, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

#### ARTICLE I -- NAME

The name of the limited liability company shall be KIM'S, L.L.C. ("company").

#### ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 470 W. S.R. 434, LONGWOOD, FL 32750.

#### ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

#### ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are:

Name
Address

KYU HO KIM

1108 CARDINAL CREEK PLACE
OVIEDO, FL 32765

ARTICLE V - CAPITAL CONTRIBUTIONS
Intentionally left blank.

#### ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

#### ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VIII - MEMBER EQUITY DISTRIBUTION

The Member have agreed that the equity in the company shall be represented in the following manner:

<u>Name</u> <u>Equity</u>

KYO HO KIM 100%

#### ARTICLE IX -- MEMBER RIGHT TO CONTINUE BUSINESS

The company shall not be dissolved on the death, bankruptcy, or disassociation of the manager, or on the occurrence of any other event that terminates the continued membership of the member in the company.

#### ARTICLE X -- MANAGEMENT

The company shall be managed by the single member in accordance with regulations adopted by the member for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the member – manager is:

**NAME** 

**ADDRESS** 

KYU HO KIM

1108 CARDINAL CREEK PLACE OVIEDO, FL 32765

IN WITNESS	WHEREOF, the	he undersigned	organizer	have	made	and	subscribed	these
Articles of Organization	n at Orlando, Fl	lorida, on Decen	nber 9,	2004.	_			

Kyu Ho Kim

Sworn to and subscribed before me on December	_2	2004,	by I	Kyu	Но	Kim,	who	produced
identification. Type of identification produced:	,			-				_

NW07/6892

Notary Public - State of Florida

MILENA PORTILLO Notary Public, State of Florida My comm. exp. Apr. 3, 2007 Comm. No. DD 200174

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415 or 608.507, Kim's, Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is **KIM'S**, **LLC**.
- 2. The name and street address of the registered agent in Florida is:

Kyu Ho Kim

470 W. S.R. 434 Longwood, FL 32750

The undersigned, being the person named in the articles of organization of Kim's, 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 statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Kyu Ho Kim Registered Agent