

WS000034068

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000091485 3))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

RECEIVED
05 APR 14 AM 8:01
DIVISION OF CORPORATION

FILED
2005 APR 14 AM 8:32
SECRETARY OF STATE
TALLAHASSEE FL 32301

LIMITED LIABILITY AMENDMENT

SEA SHELL FLAG, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

Electronic Filing Menu

Corporate Filing

Public Access Help

WS-34068
QR

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted April 13, 2005 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: SEA SHELL PLAG, LLC
Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on April 7, 2005.

Article III. Address

The Company's street and mailing address is:

SEA SHELL PLAG, LLC
1820 North Corporate Lakes Blvd.
Suite 207
Weston FL 33326

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Isabel Martinez
1820 North Corporate Lakes Blvd.
Suite 207
Weston FL 33326

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0688

FILED
2005 APR 14 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Management

This will be a manager-managed company. The name of each manager is:

MIGUEL S. GENOVA A.

1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

IVIA R. LAYDERA C.

1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

CLAUDIA M. ARTILES DE PALAZZI

1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

OSWALDO ARTILES

1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

Article VII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

SEA SHELL FLAG, LLC

By: 

Name: Oswaldo Artiles

Title: Manager

Date: April 13, 2005

Corporate Creations International Inc.

941 Fourth Street

Miami Beach FL 33139

(305) 672-0686

2005 APR 14 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

SEA SHELL FLAG, LLC

REGISTERED AGENT/OFFICE:

**Isabel Martinez
1820 North Corporate Lakes Blvd.
Suite 207
Weston FL 33326**

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ISABEL MARTINEZ

Date: April 13, 2005

FILED
2005 APR 14 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686