

# Florida Department of State Division of Corporations Public Access System

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EPECING MATE To: Division of Corporations Yax number C Account Number : 110432003053 : CORPORATE CREATIONS INTERNATIONAL INC. : {305}672-0686 : (305)672-9110 LIMITED LIABILITY COMPANY

#### S&JLLC

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### ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: S & J LLC

#### Article II. Address

The Company's street and mailing address is: S & J LLC 6847 Sunrise Court Coral Gables FL 33133

#### Article III. Registered Agent

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

Jorge Luis Lopez-Garcia P.A. 1570 Madruga Avenue Suite 211 Coral Gables FL 33146

#### Article IV. 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

Jorge L. Lopez-Garcia IFL Bar Member 861685 Jorge Luis Lopez-Garcia P.A. 1570 Madruga Avenue Suite 211 Coral Gables FL 33146 305-662-2525

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#### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

#### Article VI. Management

This will be a member-managed company. The name and address of each member is:

SILVIA D. ANGUITA 6847 Sunrise Court Coral Gables FL 33133 JOHN C. ANGUITA 6847 Sunrise Court Coral Gables FL 33133

### Article VII. Company Existence

The Company's existence shall begin effective as of April 14, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on April 14, 2005.

JORGE L/LOPEZ-GARCIA by T. Baoz as attorney-in-fact

Jorge L. Lopez-Garcia | FL Bar Member 861685 Jorge Luis Lopez-Garcia P.A. 1570 Madruga Avenue Suite 211 Coral Gables FL 33146 305-662-2525 SECRETARY OF STATE

## STATEMENT OF REGISTERED AGENT

# LIMITED LIABILITY COMPANY: S & J LLC

REGISTERED AGENT/OFFICE:
Jorge Luis Lopez-Garcia P.A.
1570 Madruga Avenue
Suite 211
Coral Gables FL 33146

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. 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.

JORGE LUIS LOPEZ-GARCIA P.A.

by T. Bacz as attorney-in-fact

Date: April 14, 2005

Jorge L. Lopez-Garcia I FL Bar Member 861685 Jorge Luis Lopez-Garcia P.A. 1570 Madruga Avenue Suite 211 Coral Gables FL 33146 305-662-2525 SECRETASSECULAR 36