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Florida Department of State
Division of Corporations
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M. HODGES

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

From:
Account Name : TUCKER & TIGHE, P.A.
Account Number : I19990000051
Phone : (954) 467-7744
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LIMITED LIABILITY COMPANY

H & L Foods, LLC

Certificate of Status	0
Certified Copy	0
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TUCKER & TIGHE P. A.

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ARTICLES OF ORGANIZATION

H & L FOODS, LLC

ARTICLE I - Name: The name of the Limited Liability Company shall be H & L FOODS, LLC.

ARTICLE II - Address: The mailing address and street address of the principal office of the Limited Liability Company is:

18916 La Costa Lane

Boca Raton FL 33496

ARTICLE III - Registered Agent: The name and street address of the Limited Liability Company's initial Registered Agent for service of process in this State is as follows: Lan N. Pho, 18916 La Costa Lane, Boca Raton FL 33496.

ARTICLE IV - Management: The Limited Liability Company will be a manager-managed company and the names and addresses of the

managers are: Lan N. Pho and Hon N. Quach,
18916 La Costa Lane, Boca Raton FL 33496.
The Managers may be changed by majority
vote of the ownership or as provided by any
applicable Operating Agreement. Either
Manager on his or her own shall have full
authority to open bank accounts for the
Company and deposit, disburse, write
checks, and otherwise act with regard to
the Company's bank accounts.

ARTICLE V - Ownership and Members:

Ownership of the Company is initially
established as follows:

<u>Lan N. Pho</u>	50%
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<u>Hon N. Quach</u>	50%
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The rights, obligations, and other
matters regarding the members may be set
forth in an Operating Agreement to be
signed by the Managers and the Members.

ARTICLE VI - Transfer of Interests: A

Member may not assign or transfer an interest in the Company except as may be allowed by any applicable Operating Agreement.

ARTICLE VII - Members Rights to Continue

Business: The remaining members of the limited liability company will have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, subject to such provisions governing such event as may be set forth in any applicable Operating Agreement.

ARTICLE VIII- Applicable Regulations: If the Company does not have an Operating Agreement, as may be allowed under Florida Statutes, then the provisions of Chapter

608, Florida Statutes, or successor statutory provisions, will serve to govern the operations of the Company.


Lan N. Pho

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED 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: H & L FOODS, LLC

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

Lan N. Pho 18916 La Costa Lane,
Boca Raton FL 33496

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, F. S.



Lan N. Pho