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TALLAHASSEE, FLORIDA

LOS-77190
a



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 26, 2006

TAHYA FUENMAYOR
1401 BRICKELL AVENUE, SUITE 500
MIAMI, FL 33131

SUBJECT: AVITARE, L.L.C.
Ref. Number: L05000077190

We have received your document for AVITARE, L.L.C. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 206A00028643

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Avitare L.L.C.
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Tahya Fuenmayor
(Name of Person)

Vazquez & Roberts
(Firm/Company)

1401 Brickell Ave. Ste. 500
(Address)

Miami, FL 33131
(City/State and Zip Code)

For further information concerning this matter, please call:

Tahya Fuenmayor at (305) 371-8064
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

Avitare L.L.C.

(Present Name)
(A Florida Limited Liability Company)

The Articles of Organization were filed on August 3, 2005 and assigned document number LO5000077190.

SECOND: This amendment is submitted to amend the following:

The name of the limited liability
should be amended to Abitavore
L.L.C

see attached

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Dated April 17, 2006.



Signature of a member or authorized representative of a member

Gerardo Vazquez

Typed or printed name of signer

ARTICLES OF AMENDMENT

OF

AVITARE, L.L.C.

The undersigned incorporator, for the purpose of forming a limited liability company for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Organization:

ARTICLE I

The name of the company has been amended to ABITARE, L.L.C. (The "Company")

ARTICLE II

The Company is organized for the purpose of transacting any and all law business for which companies may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

ARTICLE III

The Company is authorized to issue 1,000 membership units, with a par value of par-value of \$1.00 per unit.

ARTICLE IV

The address of the principal office of the Company, and its mailing address, is 1401 Brickell Ave Suite 500 Miami FL. 33131.

ARTICLE V

The street address of the Company's initial registered office and agent is 1401 Brickell Ave. Suite 500 Miami FL. 33131 and the name of the initial registered agent at such office is Gerardo Vazquez.

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ARTICLE VI

The Company's membership units shall be distributed as the initial Articles of Organization.

ARTICLE VII

The name and address of the registered agent of the company is Gerardo Vazquez, whose address is 1401 Brickell Ave. Suite 500 Miami FL. 33131.

ARTICLE VIII

The members of the company are Juan Portugal and David Forno.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of the 18th day of April 2006 .


Gerardo Vazquez

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE BY REGISTERED AGENT


Having been named to accept service of process for Avitare L.L.C., at the place designated in the articles of organization: (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated as of the 26th day of April 2006.

BY:


Gerardo Vazquez

The foregoing instrument was acknowledged before me on this November, 2005, personally known and who have taken the oath.

NOTARY PUBLIC-STATE OF FLORIDA
 **Natalia C. Marino**
Commission #DD409424
Expires: MAR. 21, 2009
Bonded Thru Atlantic Bonding Co., Inc.


Notary Public, State of Florida

Natalia C. Marino
(Print Name)
My Commission Expires: 3-21-09

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Dated as of the 26th day of April 2006.

FAX AUDIT NUMBER

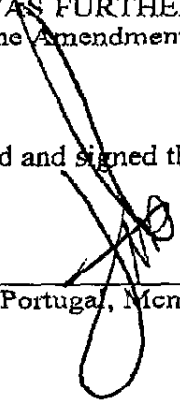
RESOLUTION OF THE MEMBERS OF
AVITARE, L.L.C
("The Company")

We, the undersigned, being the Members of **AVITARE, L.L.C**, a Florida limited liability company, do hereby consent adopt the following resolution:

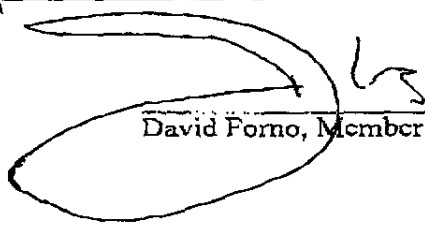
IT WAS RESOLVED: To change the name of the company, from **AVITARE L.L.C** to **ABITARE, L.L.C**.

IT WAS FURTHER RESOLVED THAT the registered agent Mr. Gerardo Vazquez can file the Amendment with the Department of Corporations of the State of Florida.

Issued and signed this 17 day of April, 2006.



Juan Portugal, Member



David Pomo, Member

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TALLAHASSEE, FLORIDA

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