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Florida Department of State
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M. HODGES

To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

RECEIVED
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

kg merrick llc

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF

KG MERRICK LLC

ARTICLE I

NAME

The name of the limited liability company is KG MERRICK LLC

ARTICLE II

PRINCIPAL OFFICE

The mailing address and street address of the initial principal office of the limited liability company is 4104 Aurora Street, Coral Gables, Florida 33146.

ARTICLE III

NATURE OF BUSINESS

The limited liability company may engage in any or all lawful activities or businesses permitted now or in the future under the laws of the United States and the State of Florida.

ARTICLE IV

INITIAL REGISTERED AGENT AND OFFICE

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

Sheldon M. London
10950 NW 3rd Street
Plantation, Florida 33324-1544

Having been named as registered agent and to accept service of process for the limited liability company at the place designated in this certificate, I 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Sheldon M. London, Registered Agent

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ARTICLE V

MANAGEMENT

The limited liability company is to be managed by one or more managers and is, therefore, a manager-managed company. Initially the limited liability company shall have one manager. The name and address of the initial manager is:

Hoi Sang Yeung
4104 Aurora Street
Coral Gables, Florida 33146

ARTICLE VI

INDEMNIFICATION

To the fullest extent that limitations on the liability of managing members and managers is permitted by Florida law, no managing member or manager of the limited liability company shall have any liability to the limited liability company or its members for damages. This limitation on liability applies to events occurring at the time a person serves as a managing member or manager of the limited liability company whether or not such person is a managing member or manager at the time of any proceeding in which liability is asserted. The limited liability company shall indemnify, to the fullest extent permitted by Florida law, any person who was or is a party, or threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that the person is or was a managing member, manager, officer, employee or agent of the limited liability company or was serving at the request of the limited liability company as a managing member, manager, director, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred in connection with such action, suit or proceeding, including any appeal, if the person acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interests of the limited liability company and with respect to any criminal action or proceeding had no reasonable cause to believe their conduct was unlawful.



Sheldon M. London, Authorized Representative of a Member

(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.)

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