

Division of Corporations

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**L05000090054**

Florida Department of State  
Division of Corporations  
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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN****CHAMPIONS MANAGEMENT GROUP, LLC**

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## **AMENDED AND RESTATED ARTICLES OF ORGANIZATION**

These Amended and Restated Articles of Organization were adopted September 30, 2005, by all the members of this LLC, 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, and are effective September 30, 2005.

### **Article I. Name**

The current name of this Florida Limited Liability Company remains the same, and is:

Champions Management Group, LLC.

### **Article II. Date of Articles of Organization**

The Company's original Articles of Organization were filed on September 13, 2005, effective September 12, 2005, and assigned document number L05000090054.

### **Article III. Address**

The Company's street and mailing address is:

Champions Management Group, LLC  
10840 Snapper Creek Road  
Coral Gables, FL 33156

### **Article IV. Registered Agent**

The name and street address of this Florida Limited Liability Company's registered agent is:

H. Jeffrey Cutler, Esq.  
De La Cruz & Cutler  
Two Alhambra Plaza, PH 2-C  
Coral Gables, FL 33134

This document was prepared by:  
H. Jeffrey Cutler, Esq.  
De La Cruz & Cutler  
Two Alhambra Plaza, PH 2-C  
Coral Gables, FL 33134  
(305) 446-0100

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**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 assigns shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar items to which the assignor was entitled, to the extent assigned.

**Article VI. Management**

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

**Name and addresses**

Javier Dalmau  
10840 Snapper Creek Road  
Coral Gables, FL 33156

**Percentage of Membership**

100%

**Article VII. Officers**

This Florida Limited Liability Company appoints the following officers:

President – Javier Dalmau  
10840 Snapper Creek Road  
Coral Gables, FL 33156

**Article VIII. 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.

Champions Management Group, LLC

By: Javier Dalmau

Javier Dalmau, the sole member

Date: September 30, 2005

This document was prepared by:  
H. Jeffrey Cutler, Esq.  
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(305) 448-0100

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

Champions Management Group, LLC.

**REGISTERED AGENT/OFFICE:**

H. Jeffrey Cutler, Esq.  
De La Cruz & Cutler  
Two Alhambra Plaza, PH 2-C  
Coral Gables, FL 33134  
(305) 446-0100

I agree to act as registered agent to accept service of process for the company named above at the places 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.

  
H. JEFFREY CUTLER, ESQ.Date: 09-30-05

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