

Florida Department of State

Division of Corporations
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Division of Corporations

Fax Number : (850) 205-0383

Account Name

amė : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone: (305)634-3694 Fax Number: (305)633-9696

FLORIDA/FOREIGN LIMITED LIABILITY CO.

whitetail pike farms, llc

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ARTICLES OF ORGANIZATION OF WHITETAIL PIKE FARMS, LLC

The undersigned, being a duly authorized representative of the Members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization and hereby certifies that:

ARTICLE I - NAME

The name of the limited liability company is WHITETAIL PIKE FARMS, LLC (hereinafter referred to as the "Limited Liability Company").

ARTICLE II - ADDRESSES

The mailing address of the Limited Liability Company is:

19780 SW 177th Avenue . Miami, Florida 33187

The street address of the principal office of the Limited Liability Company is:

19780 SW 177^a Avenue Miami, Florida 33187

ARTICLE III: DURATION

The period of duration for the Limited Liability Company shall commence with the filing of these Articles of Organization with the Florida Secretary of State and shall continue perpetually, unless terminated (i) by the unanimous vote of all Members of the Limited Liability Company or (ii) in accordance with the Limited Liability Company's Regulations; provided always, however, that upon any such termination event, the existence and business of the Limited Liability Company may be continued by amendment of these Articles of Organization or the Regulations providing for the continued existence of the Limited Liability Company.

ARTICLE IV - PURPOSE

The purpose for which the Lunited Liability Company is being formed is to engage in any activity or business permitted under the laws of the United States and State of Florida.

ARTICLE V - REGISTERED AGENT AND OFFICE

The Limited Liability Company designates 19780 SW 177th Avenue, Miami, Florida 33187,

Articles of Organization WhiteTall Pike Farms, LLC

CERTIFICATE DESIGNATING THE PLACE, BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA, AND NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuant of chapter 48.091, Florida Statutes, or more applicable statutes, the following is submitted:

FIRST: That WHITETAIL PIKE FARMS, LLC, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, located at 19780 SW 177th Avenue, Miami, Florida 33187, has named Porfirio Leiva, located at 19780 SW 177th Avenue, Miami, Florida 33187, as the agent to accept service of process within this State.

SECOND: Further, said WHITETAIL PIKE FARMS, LLC, has designated the location of 19780 SW 177th Avenue, Miami, Florida 33187, as its registered office, and said Porfirio Leiva, as its registered agent, pursuant to the provisions of the Florida Statutes.

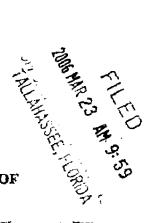
ACKNOWLEDGMENT: Having been named to accept service of process for the above-stated Limited Liability Company, at place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of the Florida Limited Liability Act and am familiar with and fully accept the designation as registered agent for said Limited Liability Company and the obligations of that position.

March 22, 2006

Portirio Leiva.

As Registered Agent

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ACTION BY WRITTEN CONSENT IN LIEU OF AN ORGANIZATIONAL MEETING OF THE MEMBERS OF WHITETAIL PIKE FARMS, LLC

We, the undersigned, being all of the Members and the Manager of WHITETAIL PIKE FARMS, LLC, a Florida limited liability company (hereinafter referred to as the "Company"), adopt the following resolutions and take the following actions by unanimous written consent as of March 2006, pursuant to Article 4.11 and otherwise in accordance with the Operating Agreement and Regulations of the Company and the provisions of Chapter 608, Florida Statutes, and the other applicable laws of Florida as in such cases made and provided, viz.:

ELECTION OF MANAGER

BE IT RESOLVED, that Porfirio Leiva, ("Manager") shall be and is hereby elected as the Manager of the Company effective on the date hereof, to serve in that capacity until his successor has been elected, or until his earlier resignation, removal from office or death;

ARTICLES OF ORGANIZATION

BE IT FURTHER RESOLVED, that the Articles of Organization of the Company filed with the Florida Secretary of State on March 227 2006, and the Operating Agreement and Regulations ("Operating Agreement") of the Company filed in the Company's record book be and the same are hereby approved, ratified and adopted by the Members:

FURTHER, said Manager is hereby authorized and directed henceforth to take such actions, execute, acknowledge and deliver such documents, and do such things as from time to time may be necessary or proper to carry out the terms, conditions, provisions and covenants of said Operating Agreement (sometimes hereinafter referred to as the "Regulations of the Company"), including all exhibits and schedules attached thereto.

CERTIFICATES

BE IT FURTHER RESOLVED, that Company does not intend to issue certificates to represent an ownership or membership interest in the Company; rather, such membership interest shall be as reflected in Exhibit A of such Operating Agreement of the Company.

BANK ARRANGEMENTS

BE IT FURTHER RESOLVED, that the Manager of the Company is authorized to establish a banking relationship with such bank, or banks, on behalf of the Company as it shall deem appropriate, and the Manager is authorized to execute any resolutions required by such banking institutions in order to establish its authority

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Action by Written Consent . . . Whitetail Pike Farms, LLC

March 22

to act on behalf of the Company; provided always, however, that such authority shall be subject to the terms and conditions of the Operating Agreement.

Payment of incorporation Expenses

BE IT FURTHER RESOLVED, that the Manager of the Company be and hereby is authorized and directed to pay all fees and expenses incident to and necessary for the organization and incorporation of the Company upon receipt of a proper statement for the same.

IN WITNESS WHEREOF, the undersigned Members and Manager adopt the foregoing and unanimously take the foregoing actions by written consent, and jointly and severally waive any and all statutory requirements and requirements in the Operating Agreement as to notice of the time, place and objection to such action and any meeting held for the transaction of such business consented thereto.

Effective March 33

MEMBERS

Maria Carmen Leiva

MANAGER

Porfirio Leiva, as Manager

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