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DIVISION OF CORPORATION

FLORIDA/FOREIGN LIMITED LIABILITY CO.

athena decor, llc

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ARTICLES OF ORGANIZATION  
OF  
ATHENA DECOR, LLC  
a Florida Limited Liability Company  
(Chapter 608 of Florida Statutes)

FILED  
APR 10 AM 10:02  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act ("the Act") of the State of Florida pursuant to Chapter 608 of the Florida Statutes hereby files the following Articles of Organization providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

ARTICLE I  
NAME

The name of the limited liability company shall be Athena Decor, LLC (the "Limited Liability Company").

ARTICLE II  
STREET ADDRESS OF PRINCIPAL OFFICE

The street address of the principal office of the Limited Liability Company shall be located at 137 Boabadilla Street, Coral Gables, Florida 33134, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE III  
MAILING ADDRESS

The mailing address for the Limited Liability Company shall be 137 Boabadilla Street, Coral Gables, Florida 33134.

ARTICLE IV  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 137 Boabadilla Street, Coral Gables, Florida 33134 and the name of the Limited Liability Company's initial Registered Agent for service of process in the State of Florida, at that address is Anselmo Hernandez.

ARTICLE V  
PURPOSES AND POWERS

The Limited Liability Company, to the fullest extent permitted by the Act (in effect now and as hereafter amended), may engage in any activity or business permitted under the laws of the United States, any State, or any foreign country, and shall all the powers and rights granted and conferred upon limited liability companies by the laws of the State of Florida.

ARTICLE VI  
DURATION

The Limited Liability Company shall be perpetual, unless terminated in accordance with the Operating Agreement of the Company or otherwise terminated in accordance with law.

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**ARTICLE VII  
AMENDMENT OF OPERATING AGREEMENT AND REGULATIONS**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Limited Liability Company shall be vested in the members.

**ARTICLE VIII  
AMENDMENT OF ARTICLES OF ORGANIZATION**

Any amendment to the Articles of Organization shall be approved by all members of the Limited Liability Company present (personally or represented by proxy) at a meeting representing a majority of the voting power.

**ARTICLE IX  
INDEMNIFICATION**

This Limited Liability Company is empowered to indemnify any officer, member, or manager to the fullest extent permitted by applicable law, as now and hereinafter amended.

**ARTICLE X  
MEMBERS**

The Limited Liability Company shall have one or more members (the "Members"). The name and address of the initial Member is Anselmo Hernandez, whose address is 137 Boabadilla Street, Coral Gables, Florida 33134.

**ARTICLE XI  
MANAGEMENT**

All Limited Liability Company powers shall be exercised by or under the authority of, and the business and affairs of this Limited Liability Company shall be managed by the members in accordance with the Operating Agreement. Accordingly, this Limited Liability Company shall be a member-managed limited liability company. The name and address of the initial member is Anselmo Hernandez, whose address is 137 Boabadilla Street, Coral Gables, Florida 33134.

**ARTICLE XII  
EXECUTION**

The undersigned member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of Athena Decor, LLC

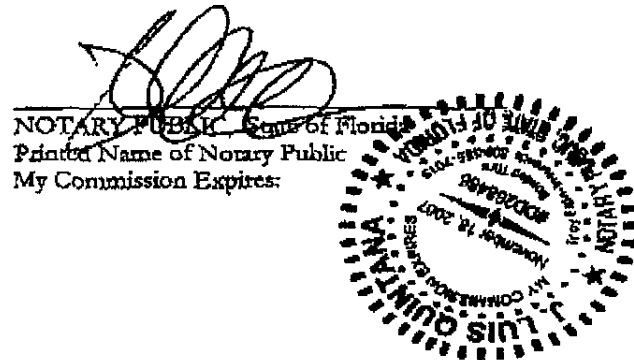
IN WITNESS WHEREOF, for the purposes of forming this limited liability company under the laws of the State of Florida, I, the undersigned member, has executed these Articles of Organization this 2 day of April, 2006.

  
\_\_\_\_\_  
Anselmo Hernandez, Initial Member

STATE OF FLORIDA                    )  
COUNTY OF DADE                    ) SS.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Angelmo Hernandez known to me and known by me to be the person(s), who, as organizer (s), executed the foregoing Articles of Organization and acknowledged before me that he executed those Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this \_\_\_\_\_, 2006.



These Articles were prepared by:  
J. Luis Quintana, Esq.  
Quintana & Associates, P.A.  
338 Minorca Avenue  
Coral Gables, Florida 33134  
(Fla. Bar No. 768987)

*[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 herein are true]*

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REGISTERED AGENT ACKNOWLEDGEMENT

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.

REGISTERED AGENT

By:   
Angelino Hernandez

*[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 herein are true]*

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