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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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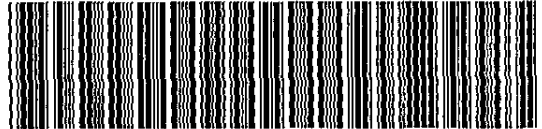
(Business Entity Name)

(Document Number)

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04/25/08--01019--015 **155.00

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06 APR 25 AM 10:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 25, 2006

EMPIRE

TALLAHASSEE, FL

SUBJECT: NORTH WEST INVESTMENTS, LLC
Ref. Number: W06000019267

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06 APR 28 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for NORTH WEST INVESTMENTS, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$155.00 payment.

Throughout this document, numerous references are made to NORTH WEST INVESTMENTS, LLC being a "corporation". It is not a corporation. Please revise your document and have the entity always referred to as a "limited liability company" or as a "company".

Please correct Articles TWO and THREE. And please correct the R.A. Acknowledgement Statement.

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) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 006A00028250

Charter Number Only

4/24/00

Ainslee Ferdie

Requestor's Name

717 Ponce de Leon Blvd. #215

Address

Coral Gables, FL 33134

City

State

ZIP

Phone

305-445-3557

VALIDATION ONLY

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06 APR 28 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

North West Investments, LLC

☐ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☒ Other LLC

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy of Articles

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier



Empire Toll Free: 1-800-432-3028



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Division of Corporations

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Buck Kohr
Document Specialist

Letter Number: 006A00028250

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06 APR 28 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

**NORTH WEST INVESTMENTS, LLC
A Florida Limited Liability Company**

WE, THE UNDERSIGNED subscriber members of the Articles of Organization, on behalf of the members, for the purpose of forming a Limited Liability Company, under the Laws of the State of Florida, pursuant to the Florida Limited Liability Company Act, state:

ARTICLE ONE

The name of the limited liability company shall be:

NORTH WEST INVESTMENTS, LLC

ARTICLE TWO

DURATION: The Company shall commence existence on April 28, 2006 upon the filing of these Articles of Organization with the Secretary of the State of Florida, and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the Company shall be to such extent as a limited liability company organized under the Florida Limited Liability Company Act law of this state may now or hereafter lawfully do, either as principal or agent alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Company or to enhance the value of its

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a limited liability company may now or hereafter be organized to do or to exercise under the laws governing limited liability companies of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore, or to otherwise engage in any lawful activity either within or without the State of Florida. The Company may buy, sell, lease, license, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission, merchant, broker, jobber, dealer, import, export, service business, or any other lawful business activity without limitation. To do any and all other acts and things as are necessary or convenience to the attainment of the purposes of this Company and any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a corporation organized under the Limited Liability Company Act of this state.

ARTICLE FOUR

MANAGEMENT: The Company shall be managed by 2 Managing Members appointed by the Members and the Managing Members may delegate duties to designated agent or agents. The initial Managing Members to serve until replaced by the members of the Company are as follows:

VENIALGO CORP.
2867 S.W. 69 Court
Miami, Fl. 33155

ADONAI DESIGN & CONSTRUCTION, INC.
2867 S.W. 69 Court
Miami, Fl. 33155

ARTICLE FIVE

The initial street address of the Company's office and their mailing address and the name of the initial Registered Agent and Registered Agent's office are as follows:

2867 S.W. 69 Court
Miami, Fl. 33155

REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS

Claudio Ovide
2867 S.W. 69 Court
Miami, Fl. 33155

06 APR 28 AM 11:38
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The principal place of business of the Company is at:

2867 S.W. 69 Court
Miami, Florida 33155

ARTICLE SIX

SUBSCRIBER: Name and Post Office address of the Subscriber Members to these

Articles of Organization are:

Venialgo Corporation
2867 S.W. 69th Court
Miami, Fl. 33155

Adonia Design & Construction, Inc.
2867 S.W. 69th Court
Miami, Fl. 33155

ARTICLE SEVEN

The Managing Members are authorized by themselves to make regulations that shall govern the Company and to amend them from time to time.

ARTICLE EIGHT

After the initial membership, additional members may be admitted on the written

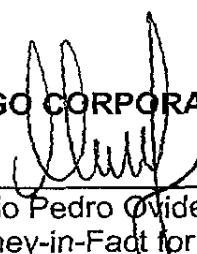
consent of a majority of the existing members. A member may not transfer its interest without written consent of a majority of the remaining members except as otherwise provided in the initial subscription. In the event of an Assignment or if a member ceases to have an interest in the Company, the Company shall still continue. The remaining members of the limited liability company shall continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company. The Manager may provide for transfer of initial contribution.

ARTICLE NINE

The regulations shall prescribe the contributions required of the member. The regulations may prescribe a reduction and loss of membership for failure to pay a required contribution after notice.

IN WITNESS WHEREOF, we have set our hands and seals at Miami-Dade County, Florida, this 24th day of April, 2006.

VENIALGO CORPORATION

By: 

Claudio Pedro Ovide as
Attorney-in-Fact for
Martin Venialgo, President

ADONAI DESIGN & CONSTRUCTION, INC., a Florida corporation

By: 

Clara F. Garola, President

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APR 28 AM 11:38
CLERK OF STATE
MIAMI

STATE OF FLORIDA)

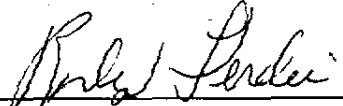
SS

COUNTY OF MIAMI-DADE)

ON THIS DAY PERSONALLY appeared before me, a Notary Public, **Claudio Pedro Ovide as Attorney-in-Fact for Martin Venialgo, President of Venialgo Corporation, a Florida corporation**, to me known to be the person described in and who signed the foregoing Articles of Organization, and he acknowledged to me that he signed the same freely and voluntarily, and he did take an oath.

WITNESS our hands and seals at Miami-Dade County, Florida, this 21 day of April, 2006.




Notary Public, State of Florida

FILE
06 APR 28 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

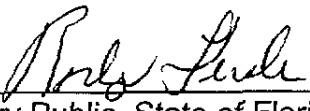
STATE OF FLORIDA)

SS

COUNTY OF MIAMI-DADE)

ON THIS DAY PERSONALLY appeared before me, a Notary Public, **Clara T. Garcia, as President of Adonai Design & Construction, Inc., a Florida corporation**, to me known to be the person described in and who signed the foregoing Articles of Organization, and she acknowledged to me that she signed the same freely and voluntarily, and he did take an oath.

WITNESS our hands and seals at Miami-Dade County, Florida this 21 day of April, 2006.


Notary Public, State of Florida

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said Act:

First-That: **North West Investments, LLC**, having organized under the Laws of the
State of Florida, as indicated in the Articles of Organization, that Claudio Ovide, 2867 S.W.
69 Court, Miami, Fl. 33155, be designated as Registered Agent to accept service of
process within this state and 2867 S.W. 69 Court, Miami, Fl. 33155, designated as
Registered offices.

ACKNOWLEDGMENT

Having been named to accept service of process of and for the above stated limited
liability company at place designated in this certificate, I hereby accept to act in this
capacity and agree to comply with the provision of said Act relative to keeping open said
office and further, that I, as registered agent, am familiar with, and accept the obligations
of that position.

By: _____

RESIDENT AGENT AND REGISTERED AGENT

FILED
06 APR 28 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared by:
Ainslee R. Ferdie, Esq.
717 Ponce De Leon Blvd. #215
Coral Gables, Florida 33134

06 APR 28 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

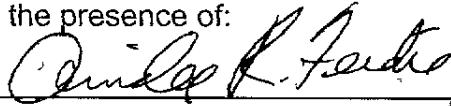
POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS

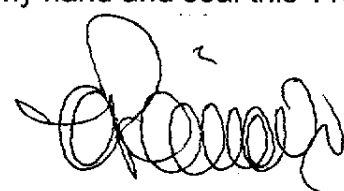
That **Martin Venialgo** has, made, constituted and appointed, and by these presents does make, constitute and appoint **Maria Silvia Ovide**, his true and lawful attorney for himself and in his name, place and stead, giving and granting unto **Maria Silvia Ovide**, said attorney full power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully, to all intents and purposes as he might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that **Maria Silvia Ovide**, said attorney or hrt substitute shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of April, 2006


Sealed and delivered
in the presence of:



Print Witness: _____



AINSLEE R. FERDIE
F. B. 024273 / MARTIN VENIALGO
421 S.W. 18TH Terrace
Miami, Fl. 33129



Print Witness: STUART LARKS

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 11th day of April, 2006 by **Martin Venialgo**, who is personally known to me or who furnished his passport, No. 001083035, nationality Paraguaya, as identification and who did take an oath.



Notary Public, State of Florida

