

# L060000582400

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000209873 3)))



H060002098733ABC2

**Note: DO NOT** hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

2006 AUG 21 A 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Primotecnica America, LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

AL1

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED  
06 AUG 21 PM 2:51  
DIVISION OF CORPORATION

H06000209873

## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Primotecnica America, LLC

### Article II. Address

The Company's street and mailing address is:  
Primotecnica America, LLC  
Sample Commons 2501 N.W. 34th Place, Unit B-30  
Pompano Beach FL 33064

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Eduardo Fernandez, Esq.  
4100 SW 57th Avenue  
South Miami FL 33155

FILED  
2006 AUG 21 A 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### Article IV. 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 assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Eduardo Fernandez I FL Bar Member 395889  
Eduardo Fernandez, P.A.  
4100 SW 57th Avenue  
South Miami FL 33155  
305-669-7599

H06000209873

Copyright © 1993-2006 CC

H06000209873

Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

CAROLA BEEN  
Sample Commons 2501 N.W. 34th Place, Unit B-30  
Pompano Beach FL 33064

FILED  
2006 AUG 21 A 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article VII. Company Existence

The Company's existence shall begin effective as of 8/21/2006.

The undersigned authorized representative of a member executed these Articles of Organization on 8/21/2006.

  
\_\_\_\_\_  
EDUARDO FERNANDEZ  
by T. Baez as attorney-in-fact

Eduardo Fernandez I FL Bar Member 395889  
Eduardo Fernandez, P.A.  
4100 SW 57th Avenue  
South Miami FL 33155  
305-669-7599

H06000209873

## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Primotecnica America, LLC

REGISTERED AGENT/OFFICE:

Eduardo Fernandez, Esq.  
4100 SW 57th Avenue  
South Miami FL 33155

FILED  
2006 AUG 21 A 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. 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.

  
\_\_\_\_\_  
EDUARDO FERNANDEZ, ESQ.  
by T. Baez as attorney-in-fact

Date: 8/21/2006.

Eduardo Fernandez | FL Bar Member 395889  
Eduardo Fernandez, P.A.  
4100 SW 57th Avenue  
South Miami FL 33155  
305-669-7599