

Division of Corporations

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Florida Department of State
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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

JSW

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PRONTOWASH DIRECT, LLC.

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DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION
OF
PRONTOWASH DIRECT, LLC.**

The undersigned hereby agree(s) to organize a limited liability company under the laws of the State of Florida, Chapter 608, with the following Articles of Organization.

ARTICLE I - NAME

The name of this limited liability company is Prontowash Direct, LLC.

ARTICLE II - EXISTENCE

The company shall exist in perpetuity from the date of filing unless terminated earlier per Florida Statute 608

ARTICLE III - PURPOSE

The company purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and United States upon company

ARTICLE IV - PRINCIPAL OFFICE

The post office address, street address, and mailing address of the principal office of the limited liability company is: 20201 E. Country Club Drive Suite 1803, Aventura, FL 33180 or at any other location that the Members choose to designate.

ARTICLE V - INITIAL REGISTERED AGENT

The initial Registered Agent of the company is: Stuart H. Glauser, 14446 West Dixie Highway, Miami, FL 33161 and the street address of the registered office is: 14446 West Dixie Highway, Miami, FL 33161

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ARTICLE X - MEMBERS

There are at least two Members of this company. The names and addresses of the initial Members of the company are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>	<u>OWNERSHIP %</u>
Prontowash USA, LLC	5481 N.W. 159 th Street Miami, FL 33014	51%
NuAge Auto Detail, Inc	P.O. Box 800935 Aventura, FL 33280	49%

ARTICLE XI - ADDITIONAL CONTRIBUTIONS TO CAPITAL

Should all Members agree at a regular or special meeting of Members of this limited liability company that additional capital is needed then, in that event, it shall be contributed by all members within a reasonable time as determined at the meeting.

ARTICLE XII - ADDITIONAL MEMBERS

Should all members agree at a regular or special meeting of the members of this limited liability that additional members may be admitted, then additional members shall be admitted upon payment of cash or contribution of capital assets per the agreement of all members to accept the same.

ARTICLE XIII - CONTINUATION OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or the occurrence of any other event which would terminate the continued membership of members in this limited liability company, the other members have the right to continue the business of the company as reconstituted without the departing members, pursuant to the terms and conditions as set forth in the company's by-laws.

ARTICLE VI - INITIAL BOARD OF MANAGERS

The business of the company shall be managed by an initial Board of Managers consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name and address of the first Board of Managers who shall serve until the first annual meeting of the members or until their successors are elected and qualified shall be:

<u>NAMES</u>	<u>ADDRESSES</u>
Matthew G. Inan	20201 E. Country Club Drive Ste. 1805 Aventura, FL 33180
Lawrence Kruger	5481 N.W. 159 th Street Miami, FL 33014
Stuart Williams	5481 N.W. 159 th Street Miami, FL 33014

ARTICLE VII - POWER OF MANAGER(S)

The Manager(s) shall exercise all powers conferred by law.

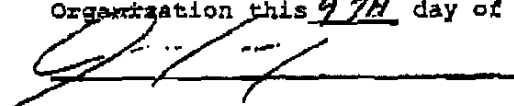
ARTICLE VIII - INDEMNIFICATION

The company shall indemnify any and all of its managers or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in the company capacity.

ARTICLE IX - AMENDMENTS

The company reserves the right to amend, alter, change or repeal any or all provisions of the Articles of Organization in the manner now or hereafter prescribed by Florida Statutes.

IN WITNESS WHEREOF, the undersigned, being an original member of the company, has executed these Articles of Organization this 9TH day of November 2006.



STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Before Me, the undersigned authority, personally appeared Matthew G. Iann who produced FL DL # 1550-293 ⁶⁸⁻²⁴⁹⁻⁰ For identification and who has taken an oath who executed the foregoing Articles of Organization and has acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforementioned this 9th day of November 2006.

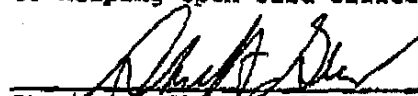

NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires: Aug. 6, 2010



ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited liability company, at the place designated in these Articles of organization, I hereby accept to act in this capacity, and agree to comply with the provisions in Chapter 608, Florida Statutes, relative to keeping open said office.


Stuart H. Glauser, Registered Agent

11/9/06
Date