

LD600011505

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.

((H06000277343 3)))



H06000277343ABC%

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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA/FOREIGN LIMITED LIABILITY CO.

vista del mar 1200, llc

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$155.00

RECEIVED
06 NOV 16 PM 2:14
DIVISION OF CORPORATION

8/11/17

FILED
06 NOV 16 AM 10:36
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu Corporate Filing Menu

Help

406000277343

⑦

ARTICLES OF ORGANIZATION OF
VISTA DEL MAR 1200, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, Florida Statute 608 – Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be VISTA DEL MAR 1200, LLC, and its principal office and mailing address shall be located at 11900 Biscayne Blvd, Suite 200, Miami, FL 33181, County of Miami-Dade, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
PURPOSE AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or company carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

406000277343

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

06 NOV 06 AM 10: 45

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, company, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or companies, and perform and service under contract or otherwise for any company, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance in may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purpose and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expresses, be in no way limited or restricted by reference to or inference from terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise and power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

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 under the direction of, and shall be vested in a managing member or managing

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 06 NOV 16 AM 10:36

members and the limited liability company shall be a managing member-managed company. Each managing member has equal rights in the management and conduct of the limited liability company's business. Any matter relating to the business of the limited liability company may be exclusively decided by the managing member or, if there is more than one managing member, by a majority of the managing members. The term of office for each managing member shall be of a perpetual duration, not requiring ratification or re-election, re-appointment or re-designation. This Article may be amended from time to time in the Operating Agreement of the limited liability company by unanimous vote of the managing members of the limited liability company.

ARTICLE IV **MANAGEMENT AND MEMBERS**

The limited liability company shall have two classes of members which shall be members and managing members. The names and addresses of the members of the limited liability company are as follows:

Name and Address:

Managing Member, Yolanda Concepcion, at 11900 Biscayne Blvd, Suite 200, Miami, FL 33181

Member, Armando Diaz, at 11900 Biscayne Blvd, Suite 200, Miami, FL 33181

ARTICLE V **MEMBERSHIP RESTRICTIONS**

Managing members shall have the right to admit new members or managing members by unanimous consent. Contributions required of new members or managing members shall be determined as of the time of admission to the limited liability company.

A member's or managing member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all managing members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or managing member, or the occurrence of any other event that terminates the continued membership of a member or managing member in the limited liability company, the remaining managing members shall have the right to continue the business on unanimous consent of the remaining managing members.

ARTICLE VI
CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$2,000.00 cash shall be paid to the limited liability company by the Managing Member, Yolanda Concepcion in the amount of \$1,000.00 (50%) and by the Member, Armando Diaz in the amount of \$1,000.00 (50%). Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the managing members. Members will make contributions in equal shares.

ARTICLE VII
PROFITS AND LOSSES

- (a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being the date of the filing of these Articles.
- (b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII
DURATION

This limited liability company shall exist perpetually until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

ARTICLE IX
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The office and mailing address of the initial registered office of the limited liability company in the Law Offices of Yolanda M. Concepcion, 11900 Biscayne Blvd, Suite 264, Miami, FL 33181, County of Miami-Dade, and the name of the limited liability company's initial registered agent at that address is Yolanda M. Concepcion, Esq.

The undersigned, being the original managing members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of VISTA DEL MAR 1200, LLC.

November 16, 2006 Yolanda Concepcion
Managing Member: YOLANDA CONCEPCION

Prepared by:
Yolanda M. Concepcion, Esquire (FL Bar No.: 159867)
Law Offices of Yolanda M. Concepcion
11900 Biscayne Blvd., Suite 264, North Miami, FL 33181
Phone: 305-981-2121 / Fax: 305-981-2128

H06000277343

Statement Designating Registered Agent And Office

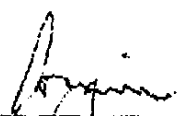
Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is: **VISTA DEL MAR 1200, LLC**

The name of the registered agent for **VISTA DEL MAR 1200, LLC** is Yolanda M. Concepcion, Esq., and the street address of the company's principal office where the agent is located is The Law Offices of Yolanda M. Concepcion, 11900 Biscayne Blvd., Suite 264, Miami, FL 33181.

This statement is to acknowledge that, as indicated above, **VISTA DEL MAR 1200, LLC**, has appointed me, Yolanda M. Concepcion, Esq., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: November 16, 2006


 Yolanda M. Concepcion, Esq. - Registered Agent

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 06 NOV 16 AM 10:36

Prepared by:
 Yolanda M. Concepcion, Esquire (FL Bar No.: 159857)
 The Law Offices of Yolanda M. Concepcion
 11900 Biscayne Blvd., Suite 264, North Miami, FL 33181
 Phone: 305-981-2121 / Fax: 305-981-2128

H06000277343