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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**CABEZAS GROUP, LLC.**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name**

The Name of the Limited Liability Company is: **Cabezas Group, LLC.**

**ARTICLE II - Principal Office**

The mailing address and street address of the principal office of the Limited Liability Company is: **2620 S.W. 1<sup>st</sup> Street, Miami, Florida 33135**

**ARTICLE III - Purpose and Powers**

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Act.

**ARTICLE IV - Duration**

The period of duration for the Limited Liability Company shall be: **Perpetual**

**ARTICLE V - Initial Manager and Management**

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is:

**Name: Rafael Cabezas-Fundora**

**Address: 10261 SW 58 Street, Miami, Florida 33173**

The initial manager shall serve until the first annual meeting of members, or until his successor is elected and qualified, or until his death or resignation.

**ARTICLE VI - Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: **Pursuant to the Members Agreement/Regulations**

**ARTICLE VII - Members Rights to Continue Business:**

The right, if given, of the remaining members of the limited liability company to 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 shall be: **Pursuant to the Members Agreement/Regulations**

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**ARTICLE VIII - Initial Registered Agent and Office**

The initial registered agent for this limited liability company and the street address of the initial registered agent are:

Name: Jorge A. Fernandez, Esq.

Address: 150 Alhambra Circle, Suite 1240, Coral Gables, Florida 33134

**ARTICLE IX - Regulations**

The regulations of this limited liability company may only be adopted, amended, altered or repealed: As provided for in the Members Agreement/Regulations

**ARTICLE X - Amendments**

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 12 day of February, 2007.

  
\_\_\_\_\_  
Authorized Representative of the members.

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

**Cabezas Group, LLC.**

1. The name and street address of the registered agent is:

**Name: Jorge A. Fernandez, Esq.**

**Address: 150 Alhambra Circle, Suite 1240, Coral Gables, Florida 33134**

*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.*

Date: February 12, 2007

  
Jorge A. Fernandez, Esq.

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