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MUNDI LEASING & RENTALS, LLC

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
MUNDI LEASING AND RENTALS LLC
a Florida Limited Liability Company
FIRST AMENDMENT TO REFLECT APPOINTMENT OF MANAGERS**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of amending the articles of an existing Limited Liability Company under the laws of the State of Florida does set forth the following:

THE LIMITED LIABILITY COMPANY MUNDI LEASING AND RENTALS LLC WAS FORMED ON MAY 2, 2007 UNDER FILE NO 1070000492

ARTICLE I. NAME OF Limited Liability Company UNCHANGED

The name is: MUNDI LEASING AND RENTALS LLC a Florida Limited Liability Company, (the "Limited Liability Company").

ARTICLE II. ADDRESS UNCHANGED

Principal Office Address and Mailing address for the Limited Liability Company is:
240 East Flagler Street Miami Florida 33131

ARTICLE III. REGISTERED AGENT UNCHANGED

The name of the initial registered agent in Florida for the Limited Liability Company is CESAR R. CAMACHO and the address of the initial registered agent 240 EAST FLAGLER STREET, Miami, Florida, 33131, County of Miami Dade.

ARTICLE IX. MANAGEMENT.

The management of the Limited Liability Company is reserved to members, or officers of the members, who shall be referred to as managing members. The name and address of the managing members who shall serve as managing members until the first annual meeting of member(s) or until his or her successor is elected and qualified is as follows:

- (I) Cesar R. Camacho, 240 East Flagler Street, Miami, Florida 33131. (305) 374-3211 (305) 374-3624. As provided for by Florida Statute 608.422 (2)(a) this managing member's authority is merely clerical, and limited to counseling, aiding and assisting the 100% owner of the Limited Liability Company and its profits, CHARLES DASCAL, by providing assistance in the drafting and execution of legal documents not involving the transfer of goods, property or services. Notice of this restriction may be recorded in the Public Records of any County in the State of Florida or elsewhere.
- (II) The Managing Member and 100% owner of the Company and its profits is CHARLES DASCAL, 16165 South Dixie Highway, Miami, Florida 33165.

**ARTICLE IV MANAGEMENT
AMENDED TO REFLECT APPOINTMENT OF DAY-TO-DAY-MANAGERS**

(II) The Managing Member exercising unlimited powers is CHARLES DASCAL, 16165 South Dixie Highway, Miami, FL 33167 or his delegate, pursuant to his written appointment and authorization. The powers of this managing member are unlimited except as may be by law. This managing member is the sole owner of the Limited Liability Company and 100% owner of its profits. Managing Member CHARLES DASCAL has the power and authority to appoint as many Managers as in its sole discretion deems advisable.

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The said Managing Member has appointed the following Managers, who will serve at the pleasure of the Managing Member:

Charles Dascal, Jonathan Charliff, Manuel Villamanan, Ricardo Lujan, John Hilton and Sean Brennan (the "Managers"). The Managers may create a Board of Directors, and may also appoint individuals with or without titles, including the titles of General Manager, Executive Director, President, Vice President, Treasurer, Secretary, and Assistant Secretary, to act on behalf of the Company with such power and authority as the Managers or Board of Directors may delegate to any such Person.

(III) The purchase, sale, mortgage or hypothecation of any Real Property must be approved by Charles Dascal.

(IV) The Company shall at all times during the entire Term of this Operating Agreement be managed solely and exclusively by only those Managers elected by the Member. The Managers shall serve and continue in such office for the term of the Company, at the pleasure of the Managing Member.

(V) The Managers may execute on behalf of the Company all instruments and documents, including, without limitation, checks; drafts; notes and other negotiable instruments; and with the prior approval of CHARLES DASCAL, execute mortgages or deeds of trust; security agreements; financing statements; documents providing for the acquisition, mortgage or disposition of the Company's property, assignments, bills of sale; leases; and any other instruments or documents necessary to the business of the Company; may employ accountants, legal counsel, managing agents or other experts to perform services for the Company; may enter into any and all other agreements on behalf of the Company, in such forms as the Managers may approve; and may do and perform all other acts as may be necessary or appropriate to the conduct of the Company's business.

(VI) Unless authorized to do so by this Operating Agreement or by the Controlling Member, no attorney-in-fact, employee or other agent of the Company shall have any power or authority to bind the Company in any way, to pledge its credit or to render it liable for any purpose.

(VII) Each Manager shall perform his duties as Manager in good faith, in a manner he or she reasonably believes to be in the best interests of the Company, and with such care as an ordinarily prudent person in a like position would use under similar circumstances. A Manager shall not be liable to the Company or to any Member for any loss or damage sustained by the Company or any Member, unless the loss or damage shall have been the result of fraud, deceit, gross negligence, willful misconduct, unlawful acts, or a wrongful taking by the Manager.

(VII) A Member or Manager shall not be required to manage the Company as their sole and exclusive function and they may have other business interests and engage in activities in addition to those relating to the Company, whether or not such venture may

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be considered competitive with, or a business opportunity that would be beneficial to, the Company. Neither the Company nor any Member shall have any right, by virtue of this Operating Agreement, to share or participate in such other investments or activities of a Manager or to the income or proceeds derived therefrom.

ARTICLE V. DURATION.

The existence of the Limited Liability Company shall be for 30 years, unless terminated by the unanimous written agreement of all members, or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any event which terminates the continued membership of a member, unless the existence and business of the company is continued by the consent and agreement of the remaining members owning a majority of the membership interest, or by amendment of these Articles of Organization thereby providing for the continued existence of the Limited Liability Company subsequent to the foregoing events.

ARTICLE IV. PURPOSE.

The purpose for which the Limited Liability Company is organized is to engage in any and all business and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

ARTICLE VI. CAPITAL CONTRIBUTION

The total amount of cash contributed to the Limited Liability Company is One Thousand (\$1,000.00) Dollars in cash and no other property is being at this time contributed to the Limited Liability Company. Managing member CHARLES DASCAL, 16165 South Dixie Highway, Miami, Fl 33157 may make additional contributions at his sole discretion.

ARTICLE VIII. ADDITIONAL MEMBERS.

Additional members may be permitted only upon the consent of CHARLES DASCAL, the 100% owner of the limited liability company and its profits, or his duly appointed delegate.

ARTICLE IX. CONTINUITY OF BUSINESS.

Upon 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 business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless the consent to continue of all the remaining members of the Limited Liability Company is obtained or these Articles of Organization are amended thereby providing for the continued existence of the Limited Liability Company subsequent to the foregoing events.

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ARTICLE VII. ADDITIONAL CONTRIBUTIONS

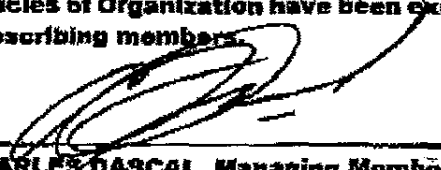
The total additional contributions, if any, agreed to be made by all members and the times at which, or the events or happenings of which, that shall be made, are as follows:

No total additional contributions have been agreed to at the date of filing of these Articles of Organization.

Additional contributions, if any, will be made upon agreement of the members owning a majority of the membership interests of the Limited Liability Company.

ARTICLE X. REGULATIONS.

The member(s) shall have the power to adopt, alter, amend or repeal regulations of the Limited Liability Company containing provisions for the regulation and management of the affairs of the business of the Limited Liability Company. These Articles of Organization have been executed on the date set forth under the name of the subscribing members.



CHARLES DASCAL, Managing Member
G/O Cesar R. Camacho, Esq.
240 East Flagler Street
Miami, Florida 33131
(305) 374-3811 (305) 374-3624
STATE OF FLORIDA)

) SS:
COUNTY OF MIAMI-DADE)

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **CHARLES DASCAL** known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above-named persons:

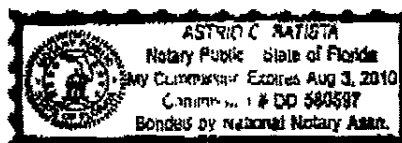
D.L.# and that an oath (was) (was not) taken. Witness my hand and seal in the County and State last aforesaid this 6 day of September, 2007



Notary Signature



Printed Notary Signature



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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for S.S.M. LLC 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, including Florida Statutes §608.415, 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.

Executed this 29 day of August, 2007


Cesar R. Camacho, Esq. Bar No. 198005
240 East Flagler Street Miami, FL 33131
305 374 3811 FAX 305 374 5173
Prepared by: Same

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CERTIFICATE OF MANAGING MEMBER'S RESOLUTION







Pursuant to the provisions of Article XI (II) of the Articles of Organization of MUNDI LEASING AND RENTALS, a Florida Limited Liability Company, ("the Company") and Article 5.1 of the Operating Agreement of the Company I, Charles Dascal, owner of 100% the Company and its profits hereby appoint the following persons to act as Managers of the Company:

Charles Dascal, 16165 South Dixie Highway, Miami, Florida 33157.
Jonathan Chariff, 16165 South Dixie Highway, Miami, Florida 33157.
Manuel Villamanan, 16165 South Dixie Highway, Miami, Florida 33157.
Ricardo Lujan, 16165 South Dixie Highway, Miami, Florida 33157.
John Milton, 16165 South Dixie Highway, Miami, Florida 33157
Sean Brennan, 16165 South Dixie Highway, Miami, Florida 33157

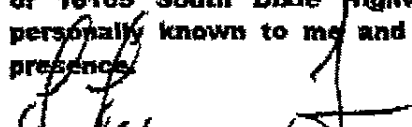
AS CERTIFIED BY: CHARLES DASCAL owner of 100% the Company and its profits,


Charles Dascal
DATE: September 6, 2007

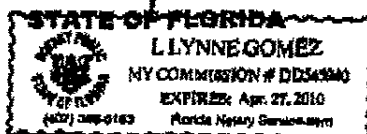
We, Charles Dascal, Jonathan Chariff, Manuel Villamanan, John Milton, Sean Brennan and Ricardo Lujan, all of 16165 South Dixie Highway, Miami, Florida 33157, hereby accept the appointment to act as Managers of the Company and agree to abide faithfully by the terms of its Articles of Association and its Operating Agreement.


Charles Dascal

Jonathan Chariff

John Milton

Manuel Villamanan

Sean Brennan

Ricardo Lujan

I CERTIFY THAT ON THIS 09-06-07, IN THE COUNTY OF MIAMI-DADE, STATE OF FLORIDA, PERSONALLY APPEARED Charles Dascal, Jonathan Chariff, John Milton, Sean Brennan, Manuel Villamanan and Ricardo Lujan, all of 16165 South Dixie Highway, Miami, Florida 33157, all of which are personally known to me and who executed the foregoing Certificate in my presence.


NOTARY PUBLIC

NOTARY PRINTED NAME AND SEAL



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