

**W07000043300**

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.

(((H07000159175 3)))



H070001591753ABC2

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

MST

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JUN 15 AM 8:19  
07 JUN 15 PM 4:08

FILED

RECEIVED

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

condor wings llc

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

Electronic Filing Menu

Corporate Filing Menu

Help

H07000159175

**ARTICLES OF ORGANIZATION  
OF  
CONDOR WINGS LLC**

**THE UNDERSIGNED HEREBY CERTIFY** that the members described in Article V have associated themselves for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

FILED  
07 JUN 15 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of the limited liability company shall be **CONDOR WINGS LLC** and its principal place of business shall be in the city of **Miami**, county of **Miami-Dade**, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE II  
PURPOSES AND POWERS**

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, 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 of the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth 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 corporation 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 the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any

Prepared by:  
Law Office of James W. Green, Jr.  
1100 Brickell Avenue, Suite 501  
Miami, Florida 33130

H07000159175

domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, 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 herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney in fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may 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 herein set forth, either alone or in association with others incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained 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 any power, or do any acts which a limited liability company may do, under the laws of the State of Florida, lawfully carry on, exercise, or do.

### ARTICLE III CAPITAL CONTRIBUTIONS

Initial capital contributions in the amount of US\$100.00 cash shall be paid to the limited liability company by the members in proportion to their membership's interests. Additional Contributions will be made as required for investment purposes, as determined by consent of the majority of the members. Members will make contributions in proportion to their membership interests.

Prepared by:  
Civil Office of Kinross & General, P.A.  
4000 Hollywood Boulevard, Suite 701  
Miami, Florida 33130

FILED  
07 JUN 15 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IV  
PROFITS AND LOSSES**

- (a) **Sharing of Profits.** The members shall be entitled to the net profit arising from the operation of the limited liability company business that remains after the payment of the expenses of conducting the business of the limited liability company. Members shall be entitled to a distributive share of the profits in proportion to their membership interests. The distributive share of the profits shall be determined and, by majority consent of the members, paid to the members on such date or dates as the members shall specify.
- (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.

FILED  
07 JUN 15 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V  
POWERS AND MANAGEMENT**

This limited liability company shall be managed by the members. 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 the members of this limited liability company. The names of the members are as follows:

AUGUSTA ROBERTS  
LEONEL SANTORSOLA

**ARTICLE VI  
MAJORITY OF MEMBERS DEFINED**

Each member of the Company in Article V above shall be entitled to vote upon each matter submitted to a vote at the meeting of Members. The majority of the members representing ownership of more than fifty-one percent (51%) of the total contributed capital is required in order for approval of each matter submitted to vote. This article may be amended from time to time in the regulations of the limited liability company by a majority vote of the members of the limited liability company.

Printed by:  
Eco-Office of America, Inc., P.O.  
Box 8848, Tallahassee, Florida 32301

**ARTICLE VII  
DURATION**

This limited liability company shall exist until the date 30 years from the date of filing these Articles of Organization with the Department of State, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE VIII  
PRINCIPAL PLACE OF BUSINESS**

The principal office and mailing address of this limited liability company shall be:

13605 SW 149 AVE UNIT # 3  
MIAMI, FL 33196

**ARTICLE IX  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of the registered agent and the address of the initial registered office of the limited liability company are:

AUGUSTA ROBERTS  
13605 SW 149 AVE UNIT # 3  
MIAMI, FL 33196

**ARTICLE X  
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members by consent of the majority of the members. Contributions required of new members shall be determined as of the time of admission to the limited liability Company.

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

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon consent of the majority of such remaining members.

Prepared by:  
Cory J. Smith of Kessler & Kessler, P.A.  
1500 Brickell Avenue, Suite 200  
Miami, Florida 33130

FILED  
07 JUN 15 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE XI  
**CONTRACTS, LOANS, CHECKS AND DEPOSITS**

Section 1. **CONTRACTS.** Approval of the Members' majority stipulated in Article VI above is required to enter into any contract or instrument in the name and on behalf of the Company.

Section 2. **LOANS.** No loans shall be contracted on behalf of the Company and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the majority of the Members stipulated in Article VI above.

Section 3. **CHECKS, DRAFTS, ETC.** All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Company, shall be signed by a majority of the Members of the Company who are designated as authorized signers on the particular account. From time to time Section 3 can be amended by resolution of the members.

The undersigned, being one of the original members of the limited liability company, hereby certifies that:

The foregoing constitutes the proposed Articles of Organization of **CONDOR WINGS LLC.**

1. The total amount of cash contributed by the member(s) is US\$ 100.00.
2. The total amount of cash anticipated to be contributed by member(s) is US\$100.00. This total includes amounts from 2 above.

Executed by the undersigned this June 13, 2007.

  
\_\_\_\_\_  
AUGUSTA ROBERTS

  
\_\_\_\_\_  
LEONEL SANTORSOLA

Prepared by:  
Lutz Office of Robert of Guana, P.A.  
3000 West 8th Avenue, Suite 700  
Miami, Florida 33134

FILED  
07 JUN 15 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H07000159175

**CERTIFICATION OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE**

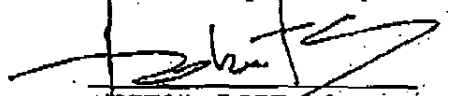
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA:

- 1. The name of the limited liability company is:  
CONDOR WINGS LLC
- 2. The name and address of the registered agent and office is:

**AUGUSTA ROBERTS**  
13605 SW 149 AVE UNIT # 3  
MIAMI, FL 33196

FILED  
07 JUN 15 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as Registered Agent and to accept service of process for the above named 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.

  
**AUGUSTA ROBERTS**  
Date: JUN/13/2007

Prepared by  
The Office of Records & Services, Inc.  
300 North Florida Avenue, Suite 700  
Tallahassee, Florida 32309

H07000159175