

Division of Corporations

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

From: Account Name : GBS CONSULTANTS, INC.
 Account Number : I20050000012
 Phone : (954) 639-8835
 Fax Number : (954) 301-0417

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

CCI SHOPONLINE.COM, LLC

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**ARTICLES OF ORGANIZATION OF
CCI SHOPONLINE.COM, LLC.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a Limited Liability Company Act under the Florida Statute Chapter 608. 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 1
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the Limited Liability Company shall be **CCI SHOPONLINE.COM, LLC.** and its principal and mailing office address shall be 2813 Executive Park Dr. #132 Weston, Florida 33331 but it shall have the power and authority to establish branch office at any other places as the members may designate.

**ARTICLE 2
EFFECTIVE DATE**

These Articles of Organization shall be effective immediately upon approval of the Secretary of State of Florida.

**ARTICLE 3
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, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

**ARTICLE 4
PURPOSES 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.

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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 these 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 domestic or foreign state, government, or government 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 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 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 it 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, of 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 other 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 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 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 any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

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**ARTICLE 5
DURATION**

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

**ARTICLE 6
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. 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 unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other 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 on unanimous consent of the remaining members.

**ARTICLE 7
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 on profits. The distributive share of the profit shall be determined and paid to the members each year on the anniversary date 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.

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**ARTICLE 8
MANAGEMENT**

The Company shall be managed by member/managers and is therefore a member/manager - managed company. The initial members/managers of the Company shall be one (1), to hold office until his successor has been duly elected and qualified, or until his earlier resignation, removal from office or death.

Name

Ronald E. Gil

Whose address shall be the same as the principal office of the Company.

ARTICLE 9**REGISTERED OFFICE AND REGISTERED AGENT**

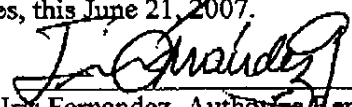
The initial address of registered office of this Company is GBS Consultants, Inc. at 18501 Pines Blvd Suite 201, Florida 33029. The name and address of the registered agent of this company is GBS Consultants, Inc. 18501 Pines Blvd Suite 201, Florida 33029.

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IN WITNESS WHEREOF, The undersigned, an authorize representative of the members, has made and subscribed these Articles of Organization at Pembroke Pines, Florida, for the foregoing uses and purposes, this June 21, 2007.


Iris Fernandez, Authorized Representative of the members

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION**

GBS Consultant, Inc., having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

GBS Consultants, Inc.


Jorge Fernandez, Vice President

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