

L070000082180

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

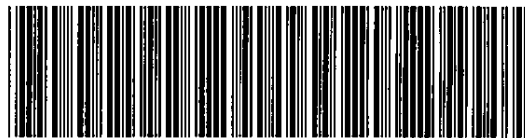
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500107359475

08/09/07--01032--001 \*\*160.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 AUG -9 PM 12:19

Submitted AUG 10 2007

## COVER LETTER

**To: Registration Section  
Division of Corporations**

**Subject:** ANDEANO FINANCIAL, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael W. Ullman, Esq.  
Ullman & Ullman, P.A.  
150 E. Palmetto Park Rd., #650  
Boca Raton, FL 33432

For further information concerning this matter, please call:

<u>Michael W. Ullman</u>	<u>561.338.3535</u>
(Name of Person)	(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee<br>Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee and<br>Certified Copy<br>(additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee,<br>Certificate of Status<br>and Certified Copy<br>(additional copy is enclosed) |
|--|---|---|--|

**Mailing Address**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street / Courier Address**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION  
FOR  
ANDEANO FINANCIAL, 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, Chapter 608, the 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:**

ANDEANO FINANCIAL, LLC ("COMPANY")

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Company in is:

**Principal Office Address:**

7975 N.W. 154 Street, Suite 250  
Miami Lakes, FL 33016

**Mailing Address:**

7975 N.W. 154 Street, Suite 250  
Miami Lakes, FL 33016

**ARTICLE III - Effective Date:**

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

**ARTICLE IV - 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 Florida law.
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 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 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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 AUG -9 PM 12:19

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, 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 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.

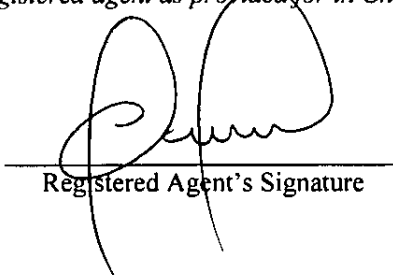
Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on,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

**ARTICLE V - Registered Office and Registered Agent:**

The name and address of the Registered Agent of this limited liability company is:

Mr. Diego Sardi  
7975 NW 154<sup>th</sup> Street, Ste 250  
Miami Lakes, Florida 33016

*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 as provided for in Chapter 608, F.S.*

  
Registered Agent's Signature

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 AUG -9 PM 12:19

**ARTICLE VI - Manager(s) or Managing Member(s):**

The name and address of the Managing Member is as follows:

**Title:**

**Name and Address:**

MGRM

Diego Sardi  
1105 Spyglass, Weston, FL 33326

**ARTICLE VII - 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.

**ARTICLE VIII - Indemnification:**

The Company shall indemnify any member and officer of the Company who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the member or officer was a party because the member or officer is or was a member or officer of the Company against reasonable attorney fees and expenses incurred by the member or officer in connection with the proceeding. The Company may also purchase and maintain insurance on behalf of an individual arising from the individual's status as a member, officer, employee or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability under the law. All references in these Articles of Organization are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a member, officer, employee or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "member", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

**ARTICLE IX - Duration:**

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

**ARTICLE X - Amendments:**

These Articles may be amended from time to time by at least seventy five percent (75%) of the members, and the amendments shall be filed, duly signed by all members of the Limited Liability Company, with the Florida Department of State.

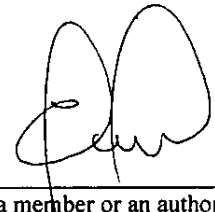
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 AUG -9 PM12:19

The undersigned, being a member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of Andeano Financial, LLC.

Executed by the undersigned on August 8, 2007.

  
\_\_\_\_\_  
**DIEGO SARDI**

**REQUIRED SIGNATURE:**

  
\_\_\_\_\_  
Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DIEGO SARDI

Typed or printed name of Signee

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2007 AUG -9 PM 12:19