, OCT. 2007 NO. 885 Pap. 3of 1 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.

(((H07000232063 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

Division of Corporations

Fax Number

: (850)205-0383

From:

Account Name

; RICARDO MARTINEZ-CID, P.A.

Account Number : 076640001556

Phone

: (305)859-7494

Fax Number

1 (305) 858-2513

ORIDA/FOREIGN LIMITED LIABILITY CO.

OC ZONE PHOTOGRAPHY, LLC

Certificate of Status	1
Certified Copy	1
Page Count	09
Estimated Charge	\$160.00

·JB

Corporate Filing Menu

Help

Electronic Filing Menu

OCT. 2.2007 11:50AM RICARDO MARTINEZ .

NO. 885 P. 1

FLORIDA BAR NO. 157029 / AUDIT NUMBER:H 07000232063 3

RICARDO MARTINEZ-CID

Professional Association Attorney at Law

1699 Coral Way, Suite 510, Miami, Florida 33145-2860 Telephone (305) 859-7494 Facsimile (305) 858-2513 e mail: mtnezcid@aol.com

FACSIMILE_TRANSMISSION

Number of pages sent: 10 (including this page)

SEND TO: Florida Department of State/Division of Corporations

P. O. Box 6327, Tallahassee, Florida 32314

VIA: 1-850-617-6380

SENT BY: Ricardo Martinez-Cid, Esq.

DATE: September 18, 2007

Gentlemen:

The proposed Articles of Organization, and Certificate of Designation of Registered Agent and Office, and the Audit for a Florida limited liability company to be known as OC ZONE PHOTOGRAPHY, LLC follows. Debit my account for the amount of \$160.00, covering the filing fee (\$100.00), the registered agent certificate (\$25.00), a good standing certificate (\$5.00) and one (1) certified copy of the Articles of Organization (\$30.00).

Ricardo Martinez-Cid, P.A. 1699 Coral Way, Suite 510 Miami, Florida 33145-2860 Telephone # (305) 859-7494 Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER:H 07000232063 3

· OCT. 2. 2007 11:50AM

RICARDO MARTINEZ

NO. 885 P. 2

FLORIDA BAR NO. 157029 / AUDIT NUMBER:H 07000232063 3

RICARDO MARTINEZ-CID Page Two

Upon filing Articles of Organization, Affidavit of Capital Contributions, and Certificate of Designation of Registered Agent and Office, please, provide, via facsimile, a good standing certificate and a certified copy of the Articles of Organization. Thank you for your cooperation.

Sincerely yours,

Ricardo Martinez-Cid

RMC/lq

SHOULD YOU ENCOUNTER ANY PROBLEMS RECEIVING THIS FAX, PLEASE CALL 305-859-7494

The information contained in this transmission is PRIVILEGED AND CONFIDENTIAL. It is intended only for the use of the individual or entity named above. If the seeder of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone, collect and return the criginal message to us at the above-address via US Postal Services, we will reimburse you for postage. Whank You.

. OCT. 2. 2007 11:51AM RICARDO MARTINEZ

NO. 885 P. 4

FLORIDA BAR NO. 157029 / AUDIT NUMBER:H 07000232063 3

OC ZONE PHOTOGRAPHY, LLC

ARTICLES OF ORGANIZATION OF FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Florida Limited Liability Company is:

OC ZONE PHOTOGRAPHY, LLC, hereinafter designated the "Limited Liability Company."

ARTICLE II - Address:

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

OC ZONE PHOTOGRAPHY, LLC 4001 N Pine Island Road, Sunrise, Florida 33351.

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida address of the registered agent of the - Limited Liability Company are:

ADRIANA CHUMAN of 4001 N Pine Island Road, Sunrise, Florida 33351.

Ricardo Martinez-Cid, P.A. 1699 Coral Way, Suite 510 Miami, Florida 33145-2860 Telephone # (305) 859-7494 Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER:H 07000232063 3

OCT. 2.2007 11:51AM RICARDO MARTINEZ .

NO. 885

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H 07000232063 3

Having been named as registered agent and to accept service of process for the 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 in Chapter 608, Florida Statutes.

ADRIANA CHUMAN

ARTICLE IV - Management:

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE V - Initial Managers;

The Limited Liability Company shall initially have two (2) managers. The number of managers may either increase or diminish from time to time, as established by the Members, as provided in the Regulations adopted by the Limited Liability Company, but shall never be less than one (1). The initial two (2) managers of the Limited Liability Company are ADRIANA CHUMAN, of 4001 N Pine Island Road, Sunrise, Florida 33351, and JUAN VICENTE OROPEZA, of 11121 S.W. 40th Court, Davie, Florida 33328.

Ricardo Martinez-Cid, P.A. 1699 Coral Way, Suite 510 Miami, Florida 33145-2860 Telephone # (305) 859-7494 Facsimile # (305) 858-2513 . OCT. 2. 2007 11:51AM RICARDO MARTINEZ

NO. 885 P. 6

FLORIDA BAR NO. 157029 / AUDIT NUMBER:H 07000232063 3

ARTICLE VI - Scope of Managers' Authority:

Each Manager of the Limited Liability Company, may by his/her sole signature, alone or joined by other Manager, if any, exercise the broadest powers granted by law, including, without limitation, except as may be otherwise limited by law, the power and authority to buy, develop, manage, sell, lease, rent, pledge, mortgage, transfer, exchange, convert, partition, and otherwise dispose of, and grant options with respect to, any and all property at any time owed by the Limited Liability Company or in or to which the Limited Liability Company may have an interest and/or claim, or any interest therein; and any sale may be a public or private sale for cash or for credit, with or without security; all for such purposes, at such times, and upon such terms as the Manager, may by his/her sole signature, alone or joined by other Managers, if any, determine. No transferee, lender, or other person shall be bound to see to or be liable for the application of the proceeds of any transaction with a Manager of this Limited Liability Company. The powers and authority herein described are not in limitation of any powers otherwise conferred upon a Manager of this Limited Liability Company by law.

ARTICLE VII - Transferability of Member's Interest:

No member shall have the right to assign the member's interest in the Limited Liability Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the elections of the managers of the Limited Liability Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the

Ricardo Martinez-Cid, P.A. 1699 Coral Way, Suite 510 Miami, Florida 33145-2860 Telephone # (305) 859-7494 Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H 07000232063 3

. OCT. 2. 2007 11:52AM RICARDO MARTINEZ

NO. 885

FLORIDA BAR NO. 157029 / AUDIT NUMBER:H 07000232063 3

share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE VIII - Nature of Business and Purpose:

The Limited Liability Company is organized to provide quality photography services, and for all other lawful businesses.

ARTICLE IX. Beginning of Limited Liability Company Existence:

The Limited Liability Company's existence shall begin effective as of the date this Articles of Organization are filed with the Florida Secretary of State.

ARTICLE X - Duration:

The duration of the Limited Liability Company shall be perpetual, unless the Limited Liability Company dissolves in accordance with the provisions of the Limited Liability Company's Regulations of these Articles of Organization.

ARTICLE XI - Dissolution:

The Limited Liability Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Limited Liability Company for any reason, unless the business of the Limited Liability Company is continued by the written consent of all the remaining members of the Limited Liability Company within thirty (30) days after any of these events.

Ricardo Martinez-Cid, P.A. 1699 Coral Way, Suite 510 Miami, Florida 33145-2860 Telephone # (305) 859-7494 Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER:H 07000232063 3

. , OCT. 2. 2007 11:52AM

RICARDO MARTINEZ .

NO. 885 P. I

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H 07000232063 3

ARTICLE XII - Percentage Interest: Membership Certificate:

The profits and losses of the Limited Liability Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of the Units owned by all members), unless otherwise provided in the Regulations of the Limited Liability Company. A member's interest in the Limited Liability Company may be evidenced by a Membership Certificate issued by the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization, this September 18, 2007, and, under the penalties of perjury, the undersigned affirms that the facts stated herein are true.

ADRIANA CHUMAN

(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.)

. . . OCT. 2.2007 11:52AM RICARDO MARTINEZ

NO. 885 P. 9

FLORIDA BAR NO. 157029 / AUDIT NUMBER:H 07000232063 3

STATE OF FLORIDA) S.S. COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned Notary Public, personally appeared ADRIANA CHUMAN, who is either personally known to me or provided her Florida driver's license as identification, and she acknowledged before me that she executed the foregoing Articles of Organization for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this September 18, 2007.

> Marie Toyosato Commission # DD414540 Expires: APR. 04, 2009 Bonded Thru Asiantic Sonding Co., Lon.

Ricardo Martinez-Cid, P.A. 1699 Coral Way, Suite 510 Miami, Florida 33145-2860 Telephone # (305) 859-7494 Facsimile # (305) 858-2513 . . . OCT. 2.2007 11:53AM RICARDO MARTINEZ .

NO. 885 P. 10

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H 07000232063 3

OC ZONE PHOTOGRAPHY, LLC CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

1. The name of the Florida Limited Liability Company is:

OC ZONE PHOTOGRAPHY, LLC, hereinafter designated the "Limited Liability Company."

2. The name and the Florida street address of the registered agent of the Limited Liability Company are:

> ADRIANA CHUMAN 4001 N Pine Island Road, Sunrise, Florida 33351.

Having been named as registered agent and to accept service of process for the 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 in Chapter 608, Florida Statutes.

ADRIANA CHUMAN

Ricardo Martinez-Cid, P.A. 1699 Coral Way, Suite 510 Miami, Florida 33145-2860 Telephone # (305) 859-7494 Facsimile # (305) 858-2513