

Divisic OCT. 16, 2007 at 1:51 PM

KPKB

NO 574

Page 1 of 1

**L07000105276**

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.

((H07000253791 3)))



H070002537913ABC1

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) 617-6383

From:

Account Name : KLUGER, PERETZ, KAPLAN & BERLIN, P.A.  
Account Number : IL9990000171  
Phone : (305) 379-9000  
Fax Number : (305) 379-3428

07 OCT 16 PM 12:08

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

RECEIVED

07 OCT 16 PM 1:58

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Hemingway Holdings, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$155.00

Electronic Filing Menu

Corporate Filing Menu

Help

(H07000253791 3)))

**ARTICLES OF ORGANIZATION**  
**OF**  
**HEMINGWAY CAPITAL HOLDINGS, LLC**

RECEIVED  
DIVISION  
07 OCT 16 PM 12:08

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be Hemingway Capital Holdings, LLC (the "Company").

**ARTICLE II - NATURE OF BUSINESS AND MAILING ADDRESS**

The Company is organized for the purpose of transacting any or all lawful business. The principal address of the Company is 7950 S.W. 165<sup>th</sup> Street, Palmetto Bay, Florida 33157. The mailing address of the Company is 9400 S. Dadeland Boulevard, PH-1, Miami, Florida 33156-2817.

**ARTICLE III - MANAGEMENT**

The Company shall be member managed. The number of managers may be increased or diminished from time to time by the Members. The manager or managers shall be appointed by the Members and shall serve until the first annual meeting of the Members, or until his, her or its successor is elected and qualified.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The street address of the initial registered agent of the Company is 9400 S. Dadeland Boulevard, PH-1, Miami, Florida 33156-2817, and the name of the initial registered agent of the Company is William R. Hemingway.

IN WITNESS WHEREOF, the undersigned, an authorized representative of the members, has executed these Articles of Organization on the 12<sup>th</sup> day of October 2007.



Karyl A. Argamasilla, Authorized Representative

(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.)

(H07000253791 3)))

((H07000253791 3)))

*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 688, Florida Statutes.*

William R. Hemingway

Transaction: 55-0000274047815 v. 1 (01/12/07 05:38 PM)

((H07000253791 3)))