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From:

Account Name : CUEVAS & ORTIZ, P.A.

Account Number : I20030000123 Phone : (305)461-9500

Fax Number : (305)448-7|300

FLORIDA/FOREIGN LIMITED LIABILITY CO.

TUKEKE CLEAN, LLC

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#### ARTICLES OF ORGANIZATION OF TUKEKE CLEAN, 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, Florida Statute 608 - 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 AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be TUKEKE CLEAN, LLC, and its principal office and mailing address shall be located at 4736 W. Irlo Bronson Hwy (US 192), Kissimmee, Florida 34746, County of Osceola, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

# ARTICLE II 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 of 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.
- 3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the husiness, good will, rights, assets, and liabilities of any person, firm, association, or company 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, company, 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.
- 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 companies, and perform any service under contract or otherwise for any company, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize,

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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 III 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 Operating Agreement of the limited liability company by a unanimous vote of the members of the limited liability company.

### ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its members. The members may also establish officers and directors of the company, which shall include a President, Vice-President, Secretary, Treasurer, and Director, but such officers/Directors shall not necessarily be members of the company, but shall have the authorization to represent the company pursuant to instructions of the members.

The names and addresses for the company members are as follows:

Andreina McQuattie, 4736 W. Irlo Bronson Hwy (US 192), Kissimmee, Florida 34746 Maria A. Mourad de Gil, 4736 W. Irlo Bronson Hwy (US 192), Kissimmee, Florida 34746 Domien Takx, 4736 W. Irlo Bronson Hwy (US 192), Kissimmee, Florida 34746

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#### ARTICLE V. OFFICERS AND DIRECTORS

This company shall have four (5) Officers/Directors initially. The number of Officers may be increased from time to time, by the By-laws adopted by the Members but there shall always be at least one (1) Officer.

To the extent permitted by law, the company shall indemnify and hold harmless each person serving as an Officer of the company and each person who serves, at the request of the company, as an Officer of any other company from and against any and all claims and liabilities to which such person shall become subject by reason of his being an Officer of the company, or by reason of any action alleged to have been taken or omitted by him as an Officer. The company shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall adjudge that such Officer is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

No contract or other transaction between this company and any other firm or company and no act of this company shall in anyway be affected or invalidated by the fact that any of the Officers of the company are peculiarly or otherwise interested in or are Officers of such other firm or company, provided that the fact that he is so interested shall be disclosed or shall be known to the Members of the company or such member thereof as shall be present at any meeting of the Members at which action upon such contract or transaction shall be taken; and any Officer of the company who is also an Officer of such other company or is so interested, may be counted in determining the existence of a quorum at any meeting of the Members of the company which shall authorize any such contract or transactions, with the like force and effect as if he were not an Officer of such other company or not so interested.

#### ARTICLE VI INITIAL OFFICERS

The names and post office address of the initial Officers of the company are:

President

Andreina McQuattle
4736 W. Irlo Bronson Hwy (US 192)
Kissimmee, Floridal 34746

Vice-President/Secretary

Maria A. Mourad de Gil
4736 W. Irlo Bronson Hwy (US 192)
Kissimmee, Floridal 34746

Treasurer

Domien Takx
4736 W. Irlo Bronson Hwy (US 192)
Kissimmee, Floridal 34746

Domien Takx
4736 W. Irlo Bronson Hwy (US 192)
Kissimmee, Floridal 34746

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Director

Jose Gil

4736 W. Irlo Bronson Hwy (US 192)

Kissimmee, Florida 34746

Director

Daniel Gil

4736 W. Irlo Bronson Hwy (US 192)

Kissimmee, Florida 34746

### ARTICLE VII 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 VIII CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by the members in the following amounts: Andreina McQuattie \$510.00 (51%), Maria A. Mourad de Gil, \$300.00 (30%), and Domien Takx, \$190.00 (19%). Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

### ARTICLE IX 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 of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day 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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#### <u>ARTICLE X</u> DURATION

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

#### ARTICLE XI INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The office and mailing address of the initial registered office of the limited liability company is Cuevas & Ortiz, P.A., 536 Biltmore Way, Coral Gables, FL 33134, County of Miami-Dade, and the name of the company's initial registered agent at that address is Roberto J. Ortiz, Esq.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of TUKEKE CLEAN, LLC

Executed by the undersigned at 536 Bilimore Way, Coral Gables, FL 33134, December 17,

2007.

Roberto/L Ortiz, authorized representative

The foregoing instrument was acknowledged before me this March 15, 2006 by Roberto J. Ortiz, Esq., on behalf of TUKEKE CLEAN, LLC, a limited liability company. He is personally known as identification.

to me or has produced.

My commission expires:

MIRNA NUNEZ Commission # DD0698555 Expires 7/24/2011 Bonded mrough (800 432-4254) Florida Nothry Assn., Inc.

Roberto J. Ortiz, Esq., Florida Bar No.: 0182303, Law Offices of Cuevas & Ortiz, P.A., 536 Biltmore Way, Coral Gables, FL 33134; Phone (305) 461-9500; Fax (305) 448-7300

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State of Florida

### Statement Designating Registered Agent And Office.

County of Dade ]	1. :
Pursuant to the provisions of Sections Liability Company Act, the limited liability com in designating its registered office and registered	608.415 and 608.407(1)(d) of the Florida Limited pany identified below submits the following statement agent in the State of Florida:
The name of the limited liability company	is TUKEKE CLEAN, LLC
	KEKE CLEAN, LLC is Roberto J. Ortiz, Esq., and the phere the agent is located is Cuevas & Ortiz, P.A., 536
appointed me, Roberto J. Ortiz, Esq., as its recompany at the place designated above in this ce and agree to act in this capacity. I further agree to	as indicated above, TUKEKE CLEAN, LLC has egistered agent to accept service of process for the rificate. I accept this appointment as registered agent o comply with the provisions of all statutes relating to as, and I am familiar with and accept the obligations of
Dated: December 17, 2007	07 DEC 17 SECRETARY TALLAHASSE
Roberto Mortiz, Esq Registered Agent	
	ged before me this December 17, 2002 by Roberto F.
known to me or has produced [type of	, LLC, a limited liability company. He is personally of identification as identification.
Signature of Notary	My commission expires:  Commission # DD0698565  Expires 7/24/2011  Sanded through  (200   1-184)  Sanded Ward Agan. Inc.

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