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MABUHAY CONCEPT, LLC

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
MABUHAY CONCEPT, LLC
LIMITED LIABILITY COMPANY**

The Articles of Organization for this Limited Liability Company were filed on 4/15/2008 and assigned Florida document number 108000037750.

This amendment is submitted and is intended to Restate the Articles of Organization in their entirety and replace with the following, pursuant to Florida Statute 608.411:

**ARTICLE ONE
Name**

The name of the Limited Liability Company is:

MABUHAY CONCEPT, LLC

**ARTICLE TWO
Purpose**

The purpose of this Limited Liability Company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.

**ARTICLE THREE
Address of Principle Office**

The physical and mailing address of the registered office of the Limited Liability Company is:

5109 Keyser Mill Road
Baker, Florida 32531

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ARTICLE FOUR
Registered Agent

The name and address of the registered agent of the Limited Liability Company is:

Edwin Sanguyo
5109 Keyser Mill Road
Baker, Florida 32531

ARTICLE FIVE
Term

Term of this Limited Liability Company shall be perpetual.

ARTICLE SIX
Membership Units

The Limited Liability Company is authorized to issue a total of 100 membership units.

ARTICLE SEVEN
Members at Time of Formation

The name and address of the members at the time of formation and their respective membership units are as follows:

Edwin Sanguyo, Managing Member
5109 Keyser Mill Road
Baker, Florida 32531
50 shares

Belina Sanguyo, Managing Member
5109 Keyser Mill Road
Baker, Florida 32531
50 shares

ARTICLE EIGHT
Management

Management of the Limited Liability Company at the time of formation is reserved for the initial members, who shall both serve as Managing Members and whose names, address and titles are as follows:

Managing Member: Edwin Sanguyo
President/Treasurer

Managing Member: Belina Sanguyo
Vice-President/Secretary

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ARTICLE NINE
Admission of New Members

Individual members shall have no right to admit new members. New members can only be admitted upon the unanimous vote of the members.

With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

ARTICLE TEN
Members Right to Continue Business

The remaining members of the Limited Liability Company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company as further set forth in the Regulations of the Limited Liability Company.

ARTICLE ELEVEN
Limitations on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE TWELVE
Regulations

Any Regulations (as defined in Section § 608.402(13) of the Act, relating to this Limited Liability Company must be in writing and signed by all of the Members.


Edwin Sanguya, Managing Member
Authorized Representative

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

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.



Edwin Sanguyo
Registered Agent

Dated: 8/14/, 2008



signature of authorized member

Edwin Sanguyo, Managing Member

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