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(City/State/Zip/Phone #)

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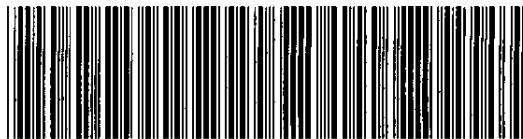
(Business Entity Name)

(Document Number)

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

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04/02/09--01013--008 \*\*130.00

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09 APR - 2 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. BRYAN

APR - 3 2009

EXAMINER

***COLLABORATIVE CONCEPTIONS LLC.***

***9915 SW 84<sup>th</sup> Street  
Miami, Florida 33173***

March 24, 2009

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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**Transmittal Letter**

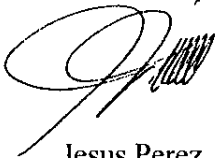
The name of the Limited Liability Company is: COLLABORATIVE CONCEPTIONS LLC  
The enclosed Articles of Organization and fee(s) are submitted for filing. Please return all correspondence concerning this matter to the following:

**Jesus Perez**  
Collaborative Conceptions LLC  
9915 SW 84<sup>th</sup> Street  
Miami, Florida 33173

Enclosed is an original and (1) copy of the article of organization and a check for \$130.00 for the following:

- **\$100.00 Filing Fee for Articles of Organization**
- **\$ 30.00 Certified Copy**

Sincerely,



Jesus Perez  
Managing Member

cc: File

# ARTICLES OF ORGANIZATION FOR COLLABORATIVE CONCEPTIONS LLC

Pursuant to section 608.407, Florida Statutes, the Articles of Organization must set forth the following:

## ARTICLE I – NAME

The name of the limited liability company is COLLABORATIVE CONCEPTIONS LLC

## ARTICLE II - COUNTY LOCATED

The county within which the office of Limited Liability Company is located is:  
MIAMI-DADE

## ARTICLE III – PRINCIPAL OFFICE

The mailing address of the limited liability company's initial principal office is 9914 SW 84<sup>th</sup> Street, Miami Florida 33173. The corporation may maintain offices and/or transact business at other locations, either within or without the state of Florida.

## ARTICLE IV - MANAGEMENT

The business of the company shall be conducted under the exclusive management of its members who shall vote according to their proportionate interest in their company and shall have exclusive authority to act for the company in all matters. Members cannot enter into a Business. The name and address of each Manager or Managing members are:

## ARTICLE V – REGISTERED AGENT

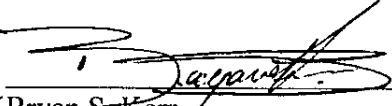
The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Bryan S. Kerr  
Kerr & Kerr LLC  
9924 SW 156 Ct.

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TALLAHASSEE, FLORIDA

Dade County

*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, Florida Statutes.*

  
Bryan S. Kerr  
KERR & KERR LLC

03-27-09  
Date

#### **ARTICLE VI - PURPOSE**

The purpose of the limited liability company is to engage in all lawful business for which corporations may be incorporated under the laws of the state of Florida.

#### **ARTICLE VII - DURATION**

The duration of the corporation shall be perpetual.

#### **ARTICLE VIII - CONTINUATION.**

The remaining Members of the limited liability company by unanimous vote may exercise the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event, which terminates the continued membership of a Member in this limited liability company. Members cannot enter into Business

#### **ARTICLE VIII - OPERATING PROVISIONS**

The provisions for the operation, regulations, and management of the business and initial affairs of the corporation shall be as set forth in the bylaws, which may be amended from time to time by a majority vote of a quorum of the board of Directors.

#### **ARTICLE IX - FISCAL YEAR**

The fiscal year of the corporation shall be from January 01 of each year to December 31 of each year.

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## **ARTICLE X - MEMBERS**

The name and residence address of the person constituting the initial board of directors is:

**Jesus Perez**  
Managing Member  
9915 SW 84<sup>th</sup> Street  
Miami, Florida 33173

**Yvette Perez**  
Managing Member  
9915 SW 84<sup>th</sup> Street  
Miami, Florida 33173

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After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

## **ARTICLE XII - ADMISSION OF MEMBERS.**

Additional Members may be admitted to this LLC only with upon such terms as are unanimously agreed to by all Members in the Operating Agreement.

## **ARTICLE X - LIABILITY OF MEMBERS**

To the fullest extent permitted by law, no member of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any member or officer who is involved in litigation or other proceeding because of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation fully permitted by law.

## **ARTICLE XI - OTHER PROVISIONS**

Preemptive Rights. The corporation elects to have preemptive rights so that each member has the right to acquire a proportional amount of any shares that are issued.

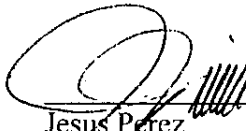
Director or Officer Interest. In the absence of fraud, no transaction between (a) this

corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Member Transfer Restriction. No member of this corporation shall sell any portion of company held by him or her without first offering to sell such portion to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time portion is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the member and shall exercise the option to purchase by notifying the member in writing. If the corporation shall not exercise its option to purchase the portion offered, it shall notify the other members in writing within the thirty (30) day period and the portion may then be sold by the member, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

#### Certification

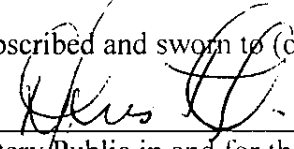
We, the undersigned, certify that we have read the above Articles of Incorporation and that they are true and correct to the best of our knowledge.

  
\_\_\_\_\_  
Jesus Perez  
Managing Member

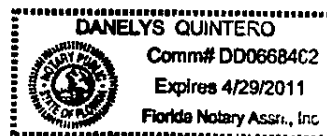
State of Florida,  
County of Dade,

Before me, the undersigned authority, on this day personally appeared **Jesus Perez**. This individual is known to me to be the persons described in, and whose names is subscribed to the foregoing document and who on oath stated to me that they executed the same for the purposes and consideration therein expressed.

Subscribed and sworn to (or affirmed) before me this 27<sup>th</sup> day of March, 2009.

  
\_\_\_\_\_  
Notary Public in and for the state of Florida

My Commission Expires: April 29, 2011



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TALLAHASSEE, FLORIDA

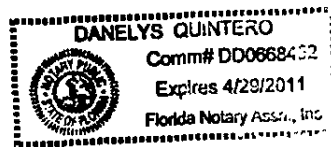
Yvette Perez  
Yvette Perez  
Managing Member  
Secretary

State of Florida,  
County of Dade,

Before me, the undersigned authority, on this day personally appeared **Yvette Perez**. This individual is known to me to be the persons described in, and whose names is subscribed to the foregoing document and who on oath stated to me that they executed the same for the purposes and consideration therein expressed.

Subscribed and sworn to (or affirmed) before me this 27<sup>th</sup> day of March, 2009.

Danelys Quintero  
Notary Public in and for the state of Florida



My Commission Expires: April 29, 2011

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