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Account Number: 072450003255 : (305)634-3694 Phone Fax Number : (305)633-9696

# FLORIDA/FOREIGN LIMITED LIABILITY CO.

VOM, L.L.C.

Certificate of Status 0 Certified Copy 1 Page Count 05 Estimated Charge \$155.00

S. HAWKES

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# VOM, L.L.C. a Florida Limited Liability Company

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

# ARTICLE I. NAME OF Limited Liability Company

The name is: VOM, L.L.C. a Florida Limited Liability Company, (the "Limited Liability Company").

# ARTICLE II. ADDRESS

Principal Office Address and Mailing address for the Limited Liability Company is: 240 EAST FLAGLER STREET. Miami, Florida, 33131, County of Miami Dado.

# ARTICLE III. REGISTERED AGENT

The name of the initial registered agent in Florida for the Limited Liability Company is NANCY OTERO and the address of the initial registered agent 240 EAST FLAGLER STREET, Miami, Florida, 33131, County of Miami Dade.

## ARTICLE XI. MANAGEMENT.

The management of the Limited Liability Company is reserved to members, or officers of the members, who shall be referred to as managing members. The name and address of the managing members who shall serve as managing members until the first annual meeting of member(s) or until his or her successor is elected and qualified is as tollows:

- NANCY OTERO, 240 East Flagler Street, Miami, Florida 33131. (305) 374-3811 **(II)** (305) 374-3824. As provided for by Florida Statute 608.422 (2)(a) this managing member's authority is limited to counseling, aiding and assisting the 100% owner of the Limited Liability Company and its profits. Notice of this restriction may be recorded in the Public Records of any County in the State of Florida or elsewhere.
- The Managing Member, to be determined by amendment or hi/her delegate, pursuant to her written appointment and authoritation. The powers of this managing member are unlimited except as may be by law. This managing member is the sole owner of the Limited Liability Company and 100% owner of its profits: TO BE DETERMINED BY AMENDMENT.

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#### ARTICLE V. DURATION.

The existence of the Limited Liability Company shall be perpetual, unless terminated by the unanimous written agreement of all members, or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any event which terminates the continued membership of a member, unless the existence and business of the company is continued by the consent and agreement of the remaining members owning a majority of the membership interest, or by amendment of these Articles of Organization thereby providing for the continued existence of the Limited Liability Company subsequent to the foregoing events.

# ARTICLE IV. PURPOSE.

The purpose for which the Limited Liability Company is organized is to engage in any and all business and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

# ARTICLE VI. CAPITAL CONTRIBUTION

The total amount of cash contributed to the Limited Liability Company is One Thousand (\$1,000.00) Dollars in cash and no other property is being at this time contributed to the Limited Liability Company. The Managing Member may make additional contributions at his sole discretion.

# ARTICLE VIII. ADDITIONAL MEMBERS.

Additional members may be permitted only upon the consent of Managing Member the 100% owner of the limited liability company and its profits.

## ARTICLE IX. CONTINUITY OF BUSINESS.

Upon 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, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless the consent to continue of all the remaining members off the Limited Liability Company is obtained or these Articles of Organization are amended thereby providing for the continued existence of the Limited Liability Company subsequent to the foregoing events.

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# ARTICLE VII. ADDITIONAL CONTRIBUTIONS

The total additional contributions, it any, agreed to be made by all members and the times at which, or the events or happenings of which, that shall be made, are as follows:

No total additional contributions have been agreed to at the date of filing of these Articles of Organization.

Additional contributions, if any, will be made upon agreement of the members owning a majority of the membership interests of the Limited Liability Company.

# ARTICLE X. REGULATIONS.

The member(s) shall have the power to adopt, alter, amend or repeal regulations of the Limited Liability Company containing provisions for the regulation and management of the affairs of the business of the Limited Liability Company. These Articles of Organization have been executed on the date set forth under the name of the subscribing members.

NANCY OTERO, Managing Memb (for organization purposes only) 240 East Flagler Street Miami, Florida 33131 (305) 374-3811 (305) 374-3624	er	<del></del>				•		PR -9 PH 12:		1
STATE OF FLORIDA )  COUNTY OF MIAMI-DADE )	•							·. ω		
i hereby Certify that on this day, acknowledgments, personally appeared executed the foregoing instrument, who upon the following form of identification D.L.# and that an oath (was) (was not	NANCY C acknowle of the at	TERC adgat	) know I before	n to n me t	no to be the het they ex	person	doscribed	in and	d who	0
Witness my hand and seat in the	County 2008	and	State	lest	eforassid	this _	9	ds	Ay o	ıf
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NOTARY PUBLIC-STATE OF FLORIDA Yarline Perez-Gell					Notary Sign	70	ا م	11		
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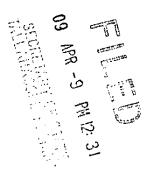
# ACCEPTANCE BY REGISTERED AGENT

NANCY OTERO

240 East Fingler Street Minml, FL. 33131

305 374 3811 FAX 305 374 5173

Prepared by: Same



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