

1-09000037810

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.

((H09000094169 3)))



HD90000941693ABC5

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 : RICARDO MARTINEZ-CID, P.A.
 Account Number : 076640001666
 Phone : (305) 859-7494
 Fax Number : (305) 858-2513

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 APR 20 AM 9:39

FILED

FLORIDA/FOREIGN LIMITED LIABILITY CO.

ALPIZAR FERNANDEZ & MARTINEZ-CID, Professional LLC

Certificate of Status	1
Certified Copy	1
Page Count	07
Estimated Charge	\$160.00

RECEIVED

09 APR 20 AM 6:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

M. THOMAS

APR 21 2009

EXAMINER

RICARDO MARTINEZ-CID
Professional Association
Attorney at Law

1699 Coral Way, Suite 510, Miami, Florida 33145-2860
Telephone (305) 859-7494 Facsimile (305) 858-2513
e mail: mtnezcid@aol.com

FACSIMILE TRANSMISSION

Number of pages sent: 11 (including this page)

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

VIA: (850) 617 6383

SENT BY: Ricardo Martinez-Cid, Esq.

DATE: April 20, 2009

Gentlemen:

The proposed Articles of Organization, and Certificate of Designation of Registered Agent and Office, and the Audit for a Florida limited liability company to be known as **ALPIZAR FERNANDEZ & MARTINEZ-CID, Professional Limited Liability Company** follows. Debit my account for the amount of \$160.00, covering the filing fee (\$100.00), the registered agent certificate (\$25.00), a good standing certificate (\$5.00) and one (1) certified copy of the Articles of Organization (\$30.00).

PLEASE NOTE THAT I DID NOT HAVE ENOUGH ROOM TO TYPE IN THE FULL COMPANY NAME IN YOUR WEB PAGE AND ABBREVIATED TO "LLC." KINDLY REGISTER THE NAME AS IT APPEARS IN THE ARTICLES AND ABOVE.

Ricardo Martinez-Cid, P.A.
1699 Coral Way, Suite 510
Miami, Florida 33145-2860
Telephone # (305) 859-7494
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

2009 APR 20 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

RICARDO MARTINEZ-CID
Page Two

Upon filing Articles of Organization and Certificate of Designation of Registered Agent and Office, please, provide, via facsimile, a good standing certificate and a certified copy of the Articles of Organization. Thank you for your cooperation.

Sincerely yours,

Ricardo Martinez-Cid

RMC/ng

SHOULD YOU ENCOUNTER ANY PROBLEMS RECEIVING THIS FAX, PLEASE CALL
305-859-7494

The information contained in this transmission is PRIVILEGED AND CONFIDENTIAL. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone, collect and return the original message to us at the above-address via US Postal Services, we will reimburse you for postage. Thank You.

Ricardo Martinez-Cid, P.A.
1699 Coral Way, Suite 510
Miami, Florida 33145-2860
Telephone # (305) 859-7494
Facsimile # (305) 858-2513

2009 APR 20 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

**ALPIZAR FERNANDEZ & MARTINEZ-CID,
Professional Limited Liability Company**

ARTICLES OF ORGANIZATION

ARTICLE I - Name:

The name of the Florida Professional Limited Liability Company is: **ALPIZAR FERNANDEZ & MARTINEZ-CID, Professional Limited Liability Company**, hereinafter designated the "Professional Limited Liability Company."

ARTICLE II - Address:

The mailing address and the street address of the principal office of the Professional Limited Liability Company is:

ALPIZAR FERNANDEZ & MARTINEZ-CID, Professional Limited Liability Company, ATTENTION: Ricardo Martínez-Cid, Esq., 1699 Coral Way, Suite 510, Miami, Florida 33145.

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Luis Fernández, Esq.
2250 SW 3 Avenue, Suite 303,
Miami, Florida 33129.

Ricardo Martínez-Cid, P.A.
1699 Coral Way, Suite 510
Miami, Florida 33145-2860
Telephone # (305) 859-7494
Facsimile # (305) 858-2513

2009 APR 20 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

Having been named as registered agent and to accept service of process for the Professional 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 in Chapter 608, Florida Statutes.


Luis Fernández

ARTICLE IV - Management:

The Professional Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE V - Initial Members and Managers:

The initial members of the Professional Limited Liability Company are LUIS FERNANDEZ, P.A., a Florida professional association, of 2250 SW 3 Avenue, Suite 303, Miami, Florida 33129; SANTIAGO A. ALPIZAR P.A., a Florida professional association, of 1699 Coral Way, Suite 512, Miami, Florida 33145; and RICARDO MARTINEZ-CID, PROFESSIONAL ASSOCIATION, a Florida professional association, of 1699 Coral Way, Suite 510, Miami, Florida 33145. The Professional Limited Liability Company will initially have three (3) managers. The number of managers may either increase or diminish from time to time, as established by the Members, as provided in the Operating Agreement adopted by the Professional Limited Liability Company, but will always be attorneys or professional associations duly licenced in the State of Florida, and never be less than one (1). The initial managers of the Professional Limited Liability Company are LUIS FERNANDEZ, P.A., of 2250 SW 3 Avenue, Suite 303, Miami, Florida 33129; SANTIAGO A. ALPIZAR P.A., of 1699 Coral Way, Suite 512, Miami, Florida 33145; and RICARDO MARTINEZ-CID, PROFESSIONAL ASSOCIATION, of 1699 Coral Way, Suite 510, Miami, Florida 33145.

Ricardo Martinez-Cid, P.A.
1699 Coral Way, Suite 510
Miami, Florida 33145-2860
Telephone # (305) 859-7494
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

2009 APR 20 AM 8:39

FILED

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

ARTICLE VI - Scope of Managers' Authority:

Each Manager of the Professional Limited Liability Company, may by its/his/her sole signature, alone or joined by other Manager, if any, exercise the broadest powers granted by law, including, without limitation, except as may be otherwise limited by law, the power and authority to buy, develop, manage, sell, lease, rent, pledge, mortgage, transfer, exchange, convert, partition, and otherwise dispose of, and grant options with respect to, any and all property at any time owed by the Professional Limited Liability Company or in or to which the Professional Limited Liability Company may have an interest and/or claim, or any interest therein; and any sale may be a public or private sale for cash or for credit, with or without security; all for such purposes, at such times, and upon such terms as the Manager, may by its/his/her sole signature, alone or joined by other Managers, if any, determine. No transferee, lender, or other person will be bound to see to or be liable for the application of the proceeds of any transaction with a Manager of this Professional Limited Liability Company. The powers and authority herein described are not in limitation of any powers otherwise conferred upon a Manager of this Professional Limited Liability Company by law.

ARTICLE VII - Transferability of Member's Interest:

No member will have the right to assign the member's interest in the Professional Limited Liability Company, except to a duly licensed member of the Florida Bar, in good standing, with the written consent of all the Members. If all the Members do not approve the assignment, the assignee will have no right to become a member, to participate in the elections of the managers of the Professional Limited Liability Company or to exercise any other rights or powers of a member. The assignee, who must be a member of the Florida Bar, in good standing, will merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

2009 APR 20 AM 8:39
STATE

FILED

Ricardo Martinez-Cid, P.A.
1699 Coral Way, Suite 510
Miami, Florida 33145-2860
Telephone # (305) 859-7494
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

ARTICLE VIII - Nature of Business and Purpose:

The Professional Limited Liability Company is organized to provide quality legal services, and for all other lawful businesses.

ARTICLE IX. Beginning of Professional Limited Liability Company Existence:

The Professional Limited Liability Company's existence will begin effective as of the date this Articles of Organization are filed with the Florida Secretary of State.

ARTICLE X - Duration:

The duration of the Professional Limited Liability Company will be perpetual, unless the Professional Limited Liability Company dissolves in accordance with the provisions of the Professional Limited Liability Company's Regulations of these Articles of Organization.

ARTICLE XI - Dissolution:

The Professional Limited Liability Company will be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Professional Limited Liability Company for any reason, unless the business of the Professional Limited Liability Company is continued by the written consent of all the remaining members of the Professional Limited Liability Company within thirty (30) days after any of these events.

Ricardo Martinez-Cid, P.A.
1699 Coral Way, Suite 510
Miami, Florida 33145-2860
Telephone # (305) 859-7494
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

2009 APR 20 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

ARTICLE XII - Percentage Interest and Membership Certificates:

The profits and losses of the Professional Limited Liability Company will be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which will be equal to the number Membership Units owned by a member divided by the total number of the Units owned by all members), unless otherwise provided in the Regulations of the Professional Limited Liability Company. A member's interest in the Professional Limited Liability Company may be evidenced by a Membership Certificate issued by the Professional Limited Liability Company.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization, this April 20, 2009, and, under the penalties of perjury, and affirms that the facts stated herein are true.

LUIS FERNANDEZ, P.A.

BY: *Luis Fernandez* (SEAL)
Luis Fernández,
as President

SANTIAGO A. ALPIZAR P.A.,
BY: *[Signature]* (SEAL)
Santiago Antonio Alpizar,
as President

RICARDO MARTINEZ-CID,
PROFESSIONAL ASSOCIATION,
BY: *[Signature]* (SEAL)
Ricardo Martinez-Cid,
as President

(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.)

Ricardo Martinez-Cid, P.A.
1699 Coral Way, Suite 510
Miami, Florida 33145-2860
Telephone # (305) 859-7494
Facsimile # (305) 858-2513
FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 APR 20 AM 8:39

FILED

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

ALPIZAR FERNANDEZ & MARTINEZ-CID, Professional Limited Liability Company

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

1. The name of the Professional Limited Liability Company is:

ALPIZAR FERNANDEZ & MARTINEZ-CID, Professional Limited Liability Company, hereinafter designated the "Professional Limited Liability Company."

1. The name and the Florida street address of the registered agent of the Professional Limited Liability Company is:

Luis Fernández, Esq.
2250 SW 3 Avenue, Suite 303,
Miami, Florida 33129

Having been named as registered agent and to accept service of process for the Professional 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 in Chapter 608, Florida Statutes.


Luis Fernández, Esq.

Ricardo Martinez-Cid, P.A.
1699 Coral Way, Suite 510
Miami, Florida 33145-2860
Telephone # (305) 859-7494
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

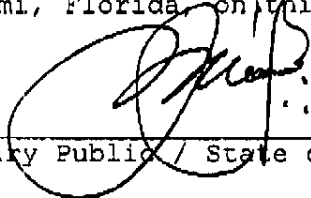
2009 APR 20 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3

MIAMI-DADE COUNTY)
CITY OF MIAMI) S.S.
STATE OF FLORIDA)

I HEREBY CERTIFY that on this day, Luis Fernández, as President of LUIS FERNANDEZ, P.A., Santiago Antonio Alpizar, as President of SANTIAGO A. ALPIZAR P.A., and Ricardo Martínez-Cid, as President of RICARDO MARTINEZ-CID, PROFESSIONAL ASSOCIATION, appeared before me, under oath, and they acknowledged before me that they executed the foregoing document, for the purposes therein expressed, and they produced their Florida Driver's Licenses as identification.

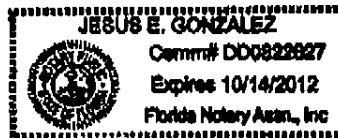
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Miami, Florida, on this April 20, 2009.



Notary Public / State of Florida

JESUS GONZALEZ

(Name of Notary Public)



Ricardo Martinez-Cid, P.A.
1699 Coral Way, Suite 510
Miami, Florida 33145-2860
Telephone # (305) 859-7494
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H09 000094169 3