Division of Con Page 1 of 1 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. (((H09000203400 3))) H090002034003ABCS Note: DO NOT hit the REFRESH/RELOAD button on your browser from the page. Doing so will generate another cover sheet. mentioned and plan in the mention company of the second 18 AM 8: To: Division of Corporations Fax Number : (850)617-6383 From: Account Name : EMPTRE CORPORATE KIT COMPANY Account Number : 072450003255 Phone : (305)634-3694 Fax Number : (305)633-9696

### FLORIDA/FOREIGN LIMITED LIABILITY CO.

ACL & J, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00



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# H09000203400

#### ARTICLES OF ORGANIZATION

#### or

#### ACL & J, LLC

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, does set forth the following:

1. <u>Name</u>,

The name of the limited liability company is ACL & J, LLC (hereir after referred to as the "Company").

#### 2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

#### 3. Address Of Place Of Business.

The mailing address for the Company is 918 Valencia Avenue, Coral Gables, Florida 33134, and the street address of the place of business for the Company is 9.8 Valencia Avenue Coral Gables, Florida 33134. These addresses may be changed from time to time as provided inc the Operating Agreement.

<u>Registered Agent.</u>

The initial registered agent in Florida for the Company is Luis E. Benitez with an address of 918 Valencia Avenue, Coral Gables, Florida 33134.

5. <u>Capital Contributions</u>.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

6. <u>Management</u>.

This Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be managermanaged. The managers may be designated as the president, secretary, and treasurer of the Company, may also be designated as vice presidents, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of a corporation. The members, at a meeting of the

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members held not less than annually, shall designate the manager or managers, who may also be members, and the positions that the manager or managers will hold. The sole manager, who shall serve until the first annual meeting of the members or until his successor is elected and qualify, and his designations shall be as follows:

Name:

7.

Luis E. Benitez

Position:

Manager and President

Vice-President &: Treasurer

Jose Iribarren

Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at City of Miami Lakes, Miami-Dade County, Florida, on September 17, 2009.

ACL & J, LLC a Florida limited liability company Bv: Jay R. Tome, Esq, as authorized representative and Attorney in Fact for Luis E. Benitez, Manager and President and Iose Iribarren as Vice-President & ? Treasurer

STATE OF FLORIDA COUNTY OF MIAMI-DADE

Notary Public - State of Florida (rame, typed or printed)

(Seal)



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#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/RECISTERED OFFICE

Under the provisions of F.S. 608.415 or 608.507, ACL & J, LLC, submits the following statement to designate a registered office and registere I agent in the State of Florida:

- 1. The name of the limited liability company is ACL & J. LLC.
- 2. The name and street address of the registered agent in Florida are:

#### Luis E. Benitez 918 Valencia Avenue Coral Gables, Florida 33134

The undersigned, being the person named in the articles of organization of ACL & J, LLC, as the registered agent of this limited liability company, hereby conserve of accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this category. The undersigned further agrees to comply with the provisions of all statutes relating to the process of the position of registered agent.

Registered Agent

Luis E. Benitez

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Dated: September 16, 2009

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