

MAR-30-10 TUE 02:20 PM
Division of Corporations

MINERLEY FEIN, PA

FAX NO. 561 447 9884

P. 01

L10000034670

Florida Department of State
Division of Corporations
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.

(((H10000071883 3)))



H10000071883ABC

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 : MINERLEY FEIN, P.A.
Account Number : I19980000064
Phone : (561) 362-6699
Fax Number : (561) 447-9884

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FILED
10 MAR 30 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

10 MAR 30 PM 2:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FLORIDA LIMITED LIABILITY CO.
PANAMA WHOLESale, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

D. BRUCE

MAR 31 2010

EXAMINER

Electronic Filing Menu

Corporate Filing Menu

Help

H110000071883 3

ARTICLES OF ORGANIZATION**OF****PANAMA WHOLESALE, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608):

1. **Name.** The name of this limited liability company is **PANAMA WHOLESALE, LLC** ("Company").
2. **Duration.** The Company shall exist from the date of filing these Articles until the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of (all of) the remaining member(s).
3. **Mailing Address and Street Address.** The Company's mailing address is 3275 SW 42nd Street, Ft. Lauderdale, FL 33312. The Company's street address is 3275 SW 42nd Street, Ft. Lauderdale, FL 33312.
4. **Registered Agent and Office.** The name of the initial registered agent of the Company is **KENNETH L. MINERLEY, ESQ.** The street address of the initial registered agent of the Company is c/o Minerley Fein, P.A., 980 North Federal Highway, Suite 412, Boca Raton, FL 33432.
5. **Additional Members.** Additional member(s) to the Company may be admitted but only if (all of) the current member(s) agree(s) to the admission of the additional member(s) and to the terms of admission.
6. **Termination of Membership.** If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining member(s) may, by unanimous written agreement, continue the business of the Company.
7. **Management of the Company.** The management of the limited liability company is reserved to the Manager(s).

H10000071883 3

H10000071883 3

8. **Regulations.** The member(s) shall have the power to adopt, alter, amend or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
9. **Date of Existence of the Company.** The existence of the Company shall commence on the date of filing these Articles.

The undersigned executed these Articles of Organization effective on the 30 day of March, 2010.


KENNETH L. MINERLEY, ESQ.
Authorized Representative

FILED
10 MAR 30 AM 8:15
"CLERK OF STATE"
TALLAHASSEE, FLORIDA

1110000071883 3

1110000071883 3

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:

PANAMA WHOLESALE, LLC

REGISTERED AGENT/OFFICE:

KENNETH L. MINERLEY, Esq.
c/o Minerley Fein, P.A.
980 North Federal Highway, Suite 412
Boca Raton, FL 33432

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


KENNETH L. MINERLEY

Date: 330, 2010

FILED
10 MAR 30 AM 8:15
CLERK OF STATE
TALLAHASSEE, FLORIDA

1110000071883 3