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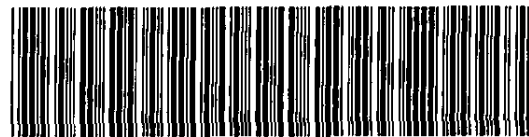
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TALLAHASSEE, FLORIDA

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: WFM Technologies LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Rafael Otolora
Name of Person

WFM Technologies LLC
Firm/Company

8181 NW 154th Street, Suite 250
Address

Miami Lakes, FL 33016
City/State and Zip Code

rotalora@wfimatechnologies.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rafael Otolora at (305) 512-2872
Name of Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION
OF
WFM TECHNOLOGIES LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 – NAME

The name of the limited liability company shall be WFM TECHNOLOGIES LLC (“Company”).

ARTICLE 2 – ADDRESS

The principal place of business of the Company in Florida shall be 8181 NW 184th Street, Suite 250, Miami Lakes, Florida 33016 and the mailing address shall be the same address as the principal place of business.

ARTICLE 3 – EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 – DURATION

Subject to the provisions of Article 9, the Company’s existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 – PURPOSE AND POWERS

The general purpose for which the Company is organized is to engage in the business of providing Work Force Management solutions to the call center market with the use of the WISE Software (Workforce Management Systems for the Enterprise). Provide consulting services for the installation, deployment, implementation, maintenance and operation of the WISE Software as needed for its clients. Provide Workforce Management consulting services and expertise to its clients on Workforce

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Management concepts. To transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE 6 – REGISTERED AGENT

The name and address of the registered agent of this Company is Rafael Otalora whose address is 18535 SW 42nd Street, Miramar, FL 33029.

ARTICLE 7 – MANAGEMENT

The Managers of the company shall be:

Operating Manager: Nick Arroyo
Vice Operating Manager: Eronides Gonzalez
Secretary: Claudio Mendoza
Treasurer: Rafael Otalora

Whose address shall be the same as the mailing address of the Company.

ARTICLE 8 – ADMISSION OF NEW MEMBERS

No additional members(s) shall be admitted to the Company except with the unanimous written consent of all the members(s) of the Company and upon such terms and conditions shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve the proposed transfer by unanimous written consent.

ARTICLE 9 – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

ARTICLE 10 – MEMBERS

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation

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FLORIDA

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and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address(es) of the member(s) of the Company are:

Nick Arroyo
678 Lone Pine Lane
Weston, FL 33327

Eronides Gonzalez
7401 Sabal Drive
Miami Lakes, FL 33014

Rafael Otalora
18535 SW 42nd Street
Miramar, FL 33029

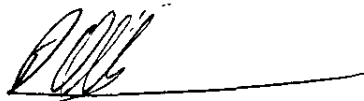
Sterling Capital Corporation, A Florida Corporation
8275 SW 53rd Street
Miami, FL 33143

Warren Allen
19643 NW 82 Pl
Miami, FL 33015

Kavanaugh Consulting Group
1114 Camelia Circle
Weston, Florida 33326

Manuel S. Martinez
188 Cameron Drive
Weston, FL 33326


IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Miami Lakes, Florida, for the foregoing uses and purposes, this May 1, 2010.



Rafael Otalora, Authorized Representative of the Members

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF ORGANIZATION

Rafael Otalora having a business office identical with the registered office of the Company name above, and having been designated as the Registers Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under section 608.4155, Florida Statues and other applicable Florida Statues.



Rafael Otalora