

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

360 2624

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.

(((H11000073872 3)))



H110000738723ABC\$

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

L. SELLERS

MAR 28 2011

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

EXAMINER

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

Email Address: _____

FLORIDA LIMITED LIABILITY CO.
mery & mery, llc

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

RECEIVED
11 MAR 22 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
11 MAR 22 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help



March 22, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMPIRE

SUBJECT: MERY & MERY, LLC
REF: W11000016202

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Leslie Sellers
Regulatory Specialist II

FAX Aud. #: H11000073872
Letter Number: 911A00006911

RECEIVED
11 MAR 22 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

H11000073872

ARTICLES OF ORGANIZATION

OF

MERY & MERY, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be MERY & MERY, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 9066 SW 73rd Court, Unit 2202, Miami, FL 33156.

ARTICLE III -- DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual, unless the company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the company in the State of Florida is: Simha Garber, 9066 SW 73rd Court, Unit 2202, Miami, Florida 33156.

THIS INSTRUMENT PREPARED BY:
Vila, Padron & Diaz, P.A.
2320 Ponce De Leon Boulevard
Coral Gables, Florida 33134
Telephone: (305) 461-4888

H11000073872

-1-

FILED
11 MAR 22 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VI -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. 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 members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on 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 two remaining members.

ARTICLE VIII -- MANAGEMENT

The company shall be managed by its managers in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial managers of the company is:

**Simha Garber
Maria Antonietta Cannone
Aida Maria Hernandez
Nestor Lopez**

ARTICLE IX - INDEMNIFICATION AND LIABILITY

The Company may, as determined by the managers of the Company, indemnify and advance expenses to a Member, Manager, employee or agent of the Company in connection with any proceeding, to the extent permitted by and in accordance with applicable laws and statutes and the regulations of the Company.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization in Miami, Florida, on this 21 day of March, 2011.


Simha Garber
Manager

STATE OF FLORIDA

)

COUNTY OF DADE

)

) ss.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared SIMHA GARBER known to me and known by me to be the persons, who, as organizer, executed the foregoing Articles of Organization and acknowledged before me that he executed those Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21st day of March, 2011


NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:



Idania Garcia
COMMISSION #EE 050714
EXPIRES: APR 17, 2015
WWW.AARONNOTARY.COM

#11000073872

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of MERY & MERY, LLC, as the Registered Agent of this limited liability company, hereby consents to 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 capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of Registered Agent.


SIMHA GARBER
Registered Agent


STATE OF FLORIDA

COUNTY OF MIAMI-DADE

)
)
) ss.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared SIMHA GARBER known to me and known by me to be the person, who, as registered agent, executed the foregoing Acceptance and acknowledged before me that he executed same knowingly and voluntarily.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 14 day of March, 2011.


NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:



Idania Garcia
COMMISSION #EE060714
EXPIRES: APR. 17, 2015
WWW.AARONNOTARY.COM

-4-

#11000073872