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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BOSTICK

JUN 27 2011

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CALCUPAY, 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:

Francisco A. Botta

Name of Person

Firm/Company

7904 West Drive # 112

Address

North Bay Village, FL 33141

City/State and Zip Code

355713@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Francisco A. Botta

Name of Person

at (305) 799-3914

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

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

CALCUPAY, LLC.

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby make, acknowledge, and file the following articles of Organization pursuant to Florida Statutes 608.41 (3).

**ARTICLE I
NAME**

The name of the Limited Liability Company is CALCUPAY, LLC. (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the company is

7904 West Drive # 112
North Bay Village, FL 33141

**ARTICLE III
DURATION**

The company's existence shall be perpetual unless the Company is dissolved earlier, as provided in these articles of organization or in the operational agreement.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida are:

Francisco A. Botta
7904 West Drive # 112
North Bay Village, FL 33141

**ARTICLE V
ADMISSION OF NEW MEMBERS**

Except as set forth in the operational agreement, no additional members shall be admitted to the Company, except with the unanimous written consent of all the members of the company and on the 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 operational agreement 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 of the members of the Company other than the member

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proposing to dispose of his or her interest approve of the proposed transfer by written consent.
The name and address of each Manager or Managing Member is as follows:

Title: MNGM
Francisco A. Botta
7904 West Drive # 112
North Bay Village, FL 33141

ARTICLE VI MANAGEMENT

The company shall be a member-managed company, as provided in Florida Statutes, 608.422, and shall be managed by the members in accordance with the operating agreement adopted by the members for the management of business and affairs of the Company. The operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization.

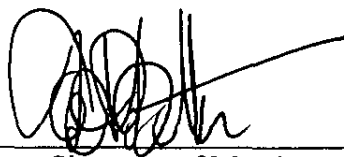
ARTICLE VII INDEMNIFICATION

To the fullest extent permitted under, in accordance with or not prohibited by the laws of the State of Florida, as amended from time to time, the Company shall indemnify and hold harmless each manager from and against any and all losses, claims, damages, liabilities or expenses of whatever nature, as incurred, arising out of relating to the fact that such party was or is a manager of the Company. Notwithstanding the foregoing, no indemnification may be made to or on behalf of a manager if a judgment or other final adjudication adverse to such manager establishes (1) that his or her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or (2) that he or she personally gained in fact of a personal profit or other advantage to which he or she was not legally entitled.

ARTICLE VIII EFFECTIVE DATE

The effective date is 07/01/2011.

REQUIRED SIGNATURE:



Signature of Member

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(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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155,F.S.).

Francisco A. Botta
(Name of signee)

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes, Section 608.415, the following is submitted:

CALCUPAY, LLC., desiring to organize as a limited liability company under the laws of the State of Florida, has designated 7904 West Drive # 112, North Bay Village, FL 33141 as its initial Registered Office and has named Francisco A. Botta as its initial Registered Agent.

Having been named as registered agent and to accept service of process for the above stated 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 for in Chapter 608, F.S.



Registered Agent's Signature

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