

L11000084088

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.

((H11000188352 3)))



H110001883523ABC5

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 : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

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

Email Address: _____

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

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
VIRTUAL ENGINEERING CONSULTING, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$25.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JUL 25 PM 5:31

FILED

H11000188352

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted July 25, 2011 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Virtual Engineering Consulting, LLC
Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on July 21, 2011.

Article III. Address

L11000084088

The Company's street and mailing address is:

Virtual Engineering Consulting, LLC
1120 S Powerline Rd
Pompano Beach FL 33069

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Charm Consulting, LLC
1825 Main Street
Weston FL 33326

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

FILED
11 JUL 25 PM 5:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H11000188352

H11000188352

Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VII. Management

This will be a member-managed company. The name and address of each member is:

CHRISTOPHER ANGEL BELLO RUIZ
1120 S Powerline Rd Pompano Beach FL 33069
JEAN CHRISTIAN BELLO RUIZ
1120 S Powerline Rd Pompano Beach FL 33069

FILED
11 JUL 25 PM 5:31
CLERK OF STATE
TALLAHASSEE, FLORIDA

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

H11000188352


H11000188352

Article VIII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Virtual Engineering Consulting, LLC

By: 
by W. Phillip Palmisano as attorney-in-fact

Name: Christopher Angel Bello Ruiz

Title: Member

Date: July 25, 2011

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:

Virtual Engineering Consulting, LLC

REGISTERED AGENT/OFFICE:

Charm Consulting, LLC
1825 Main Street
Weston FL 33326

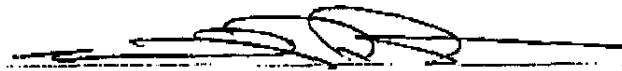
Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

FILED
11 JUL 25 PM 5:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H11000188352

H11000188352

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.



CHARM CONSULTING, LLC

by W. Phillip Palmisano as attorney-in-fact

Date: July 25, 2011

FILED
11 JUL 25 PM 5:31
SULLIVAN STATE
TALLAHASSEE, FLORIDA

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

H11000188352