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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

OCT 7 2011

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: REBUL, LLC.
Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

RODRIGO GIMENEZ
Name of Person
REBUL, LLC.
Firm/Company
13381 SW 88 TER - UNIT A
Address
MIAMI, FL 33186
City/State and Zip Code
CEENDESIGN@AOL.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

RODRIGO GIMENEZ at (305) 803-8235
Name of Person Area Code & Daytime Telephone Number

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TALLAHASSEE, FLORIDA

Enclosed is a check for the following amount:

- ☒ \$25.00 Filing Fee ☐ \$30.00 Filing Fee & Certificate of Status ☐ \$55.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$60.00 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

AMENDED AND RESTATED

ARTICLES OF ORGANIZATION

OF

REBUL, LLC.

REBUL, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability 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 REBUL, LLC.

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 13381 Southwest 88th Terrace, Unit A, Miami, Florida 33186 and the mailing address shall be the same.


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 8, 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 - PURPOSES AND POWERS

 The general purpose for which the Company is organized is to engage in the business of apparel, accessories, and online retail, and 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 powers granted to a limited liability company under the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Rebul, LLC. at 13381 Southwest 88th Terrace, Unit A, Miami, Florida 33186. The name and address of the registered agent of the Company is Rebul, LLC. 13381 Southwest 88th Terrace, Unit A, Miami, Florida, 33186.

ARTICLE 7 - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as 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 of the proposed transfer by unanimous written consent.

ARTICLE 8 - 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 9 - MANAGEMENT

The Company shall be managed by a manager or manager(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. There 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 names of all such manager(s) who is/are to serve as manager(s) is/are:

Operating Manager: **Rodrigo Gimenez**

Secretary: **Rodrigo Gimenez**

Whose mailing addresses shall be the same as the principal office of the Company.

11 OCT -7 PM 4:08
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 10 - INDEMNIFICATION

The Company shall indemnify managers and/or members of the Company who were wholly successful, on the merits or otherwise in the defense of any proceeding to which the managers and/or member of the Company against reasonable attorney fees and expenses incurred by the managers and/or members in connections with the proceeding. The Company may indemnify an individual in the defense of any proceeding because the individual is or was a member, manager, employee or agent of the Company against liability if authorized in the specific case after determination in the manner required by the member(s), that indemnification of the member, manager, employee or agent, as the case may be, is permissible in the circumstances because the member, manager, employee or agent has met the standard of conduct set forth by the member(s). The indemnification and advancement of attorney fees and expenses for managers, employees and agents of the Company shall apply when such persons are serving at the Company's request while a member, manager, employee or agent of the Company, as the case may be, as a member, manager, partner, trustee, employee or agent of another foreign or domestic Company, partnership, joint venture, trust, employee benefit plan or other enterprises, whether or not for profit, as well as in their official capacity with the Company. The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a member, manager, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding. The Company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a member, manager, employee or agent of the Company., whether or not the Company would have power to indemnify the individual against the same liability under the law. All references in these Articles of Organization are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a member, manager, employee or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "member", "manager", "employee", and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

REBUL, LLC

IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Miami, Florida, for the foregoing uses and purposes, this Sept. 13th of 2011



A handwritten signature of Francisco Gimenez, written in black ink over a horizontal line.

Francisco Gimenez, Authorized Representative of the Members

M. H. Raygada
09-13-11

Rodrigo Gimenez having a business office identical with the registered office of the Company name above, and having been designated as the Registered 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 Statutes and other applicable Florida Statutes.

By:

A handwritten signature of Rodrigo Gimenez, written in black ink over a horizontal line.

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TALLAHASSEE, FLORIDA