

L12000005307

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

371357

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.

((H12000009248 3)))



H120000092483ABC

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

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.
GRUPPO OM, L.L.C.**

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

RECEIVED
12 JAN 11 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
2012 JAN 11 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help **J. BRYAN**

JAN 12 2012

H12 00000 9248

ARTICLES OF ORGANIZATION

OF

GRUPPO OM, L.L.C.

The undersigned subscribing members to these Articles of Organization, hereby form a Limited Liability Company (L.L.C.) Under the laws of the State of Florida.

ARTICLE I

NAME OF COMPANY

The name of this corporation shall be:

GRUPPO OM, L.L.C.

ARTICLE II

DURATION / CONTINUATION AND COMMENCEMENT OF EXISTENCE

This Limited Liability Company shall exist for (30) years from date of filing hereof unless sooner terminated as provided herein. Existence shall commence upon the date of subscription and acknowledgment thereof.

ARTICLE III

PURPOSE

This Limited Liability Company is organized for the purpose of transacting any and all lawful business authorized to Limited Liability Companies organized in Florida.

ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of this Limited Liability Company's principal office is:

4649 Ponce De Leon Blvd., Suite #404
Coral Gables, Florida 33146

FILED
2012 JAN 11 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H12 00000 9248

FILED
2012 JAN 11 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Limited Liability Company is Maurizio Pasi. The street address of the initial registered office of this Limited Liability Company in the State of Florida is 4649 Ponce De Leon Blvd., #404 Coral Gables, Florida 33156.

ARTICLE VI

CAPITAL

The initial capital of the Limited Liability Company is \$10,000, which shall be paid entirely in cash. There is no requirement or agreement for additional capital contributions.

ARTICLE VII

ADMISSION OF NEW MEMBERS

The admission of new Members shall be solely by unanimous agreement of the existing Members.

ARTICLE VIII

DISSOLUTION; WINDING UP; LIQUIDATION

A. Dissolution. The Limited Liability Company shall be dissolved on the happening of any of the following events:

1. Termination of the term specified herein.
2. Withdrawal, retirement, death or expulsion of any Member.
3. Dissolution or bankruptcy of any Member who is entity.
4. Agreement of the Members.
5. Upon one (1) year prior written notice of demand for dissolution given by a Member.

B. Right to Continue Business. The remaining Members of the Limited Liability Company shall have the right to continue the business upon dissolution of the Limited Liability Company, or occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company if there is the consent of all of the remaining Members.

FILED
2012 JAN 11 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX

MANAGEMENT

The Limited Liability Company shall be managed by its members whose respective names and addresses are listed below:

Aizik Moises Gampel Malka	Av. Avila, Edificio Balmoral, piso 1. Los Dos Caminos, Caracas.
Maurizio Pasi	1680 Michigan Ave, PH#7, Miami Beach, FL 33139
Santino Pasi	1680 Michigan Ave, PH#7, Miami Beach, FL 33139
Nelson Caballero	1680 Michigan Ave, PH#7, Miami Beach, FL 33139

ARTICLE X

RESTRICTION OF TRANSFER

No Member may transfer or assign his interest in the Limited Liability Company except upon unanimous consent of the existing members.

ARTICLE XI


AMENDMENT OF REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of this Limited Liability Company shall be vested in the Members of the Company.

ARTICLE XII

INCORPORATORS AND MEMBERS

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Organization this 9th day of January, 2012.


Maurizio Pasi
President and Incorporator
4649 Ponce De Leon Blvd., #404
Coral Gables, Florida 33146

H/2 00000 9248

-3-

In compliance with Section 48,091, Florida Statutes, the Following is submitted:

First, that GRUPPO OM, L.L.C. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business, as indicated in the Articles of Organization at the city of Coral Gables, State of Florida, has named Maurizio Pasi, 4649 Ponce De Leon Blvd., #404, Coral Gables, State of Florida, as its agent to accept service of process within Florida.

SIGNATURE: M. Pasi
Maurizio Pasi
(Subscriber- Member)

DATE: 01/09/2012

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: M. Pasi
Maurizio Pasi, Resident Agent

FILED
2012 JAN 11 AM 7:54
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

-4-

H/2 00000 9248