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TALLAHASSEE, FLORIDA

B. BOSTICK
APR 13 2012
EXAMINER

COVER LETTER

TO: **Registration Section**
Division of Corporations

SUBJECT: **Titans Quest Miami, 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:

Jose Ortigoza

Name of Person

Titans Quest Miami, LLC

Firm/Company

2500 NW 79th Avenue, Suite 178

Address

Miami, Florida 33122

City/State and Zip Code

jortigoza@titansquestmiamillc.com

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

For further information concerning this matter, please call:

Jose Ortigoza

Name of Person

at (**352**) **304-4007**

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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FLORIDA
SECRETARY OF STATE

ARTICLES OF ORGANIZATION OF TITANS QUEST MIAMI, LLC

The undersigned initial Members to these Articles of Organization, natural persons competent to contract, hereby form a Limited Liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Limited Liability Company is Titans Quest Miami, LLC.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this Limited Liability Company is as follows:

- (a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect or cause to be erected, on any lands owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the Limited Liability Company. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improve or unimproved, or any right or interest therein.
- (b) To acquire by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the Limited Liability company, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by the Limited Liability Company.
- (c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of Limited Liability Company property, or other instruments to secure the payment of Limited Liability Company indebtedness as required.
- (d) To purchase the business assets of any business entity and engage in the same or other character of business.
- (e) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other character of business.
- (f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by an corporation or the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (g) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation, or calculated to facilitate the same.
- (h) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to the place or amount, and to have, use, exercise and enjoy all of the general powers of like Limited Liability Companies.

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(i) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in any way limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III-EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of and the business and affairs of this limited liability company shall be managed under the direction of, the members of the Limited Liability Company. This Article may be amended from time to time in the regulations of the limited liability company by an unanimous vote of members of the Limited Liability Company.

ARTICLE IV- MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

A member's interest in the Limited Liability Company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE V-INITIAL CAPITAL

The amount of the capital with which this Limited Liability Company shall begin business is \$750,000.

ARTICLE VI-TERM OF EXISTENCE

This Limited Liability Company shall have perpetual existence.

ARTICLE VII-PRINCIPAL OFFICE

The initial street address of the principal office of this Limited Liability Company is to be at 2500 NW 79th Avenue, Suite 178, Miami, Florida 33122. The Members of the Limited Liability Company may from time to time designate such other address and place for the principal office of this Limited Liability Company as it may see fit.

ARTICLE VIII-INITIAL MEMBERS

The names and street addresses of the initial Members are as follows:

NAME	ADDRESS
Titans Group, LLC, MGRM	3314 Sunset Ridge Court, Longwood, Florida 32779
Jose Angel Ortigoza, MGR	2813 SW 32 Avenue, Ocala, Florida 34474
Jose Carlos Romero, MGR	4765 SW 40 Street, Ocala, Florida 34474

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ARTICLE IX- MANAGEMENT

The Limited Liability Company is to be managed by the Members and is, therefore, a member managed company.

ARTICLE X- EFFECTIVE DATE

These Articles of Organization shall be effective on the date they are filed with the State of Florida, Division of Corporations.

ARTICLE XI- REGISTERED AGENT

The registered agent of this Limited Liability Company shall be

NAME

ADDRESS

Jose Ortigoza

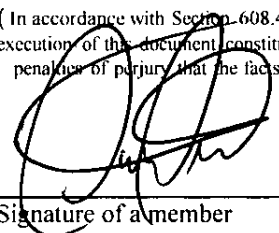
2500 NW 79th Avenue, Suite 178, Miami, Florida 33122

ARTICLE XII- AMENDMENT

These Articles of Organization may be amended in the manner provided by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida this 3rd day of April, 2012.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalty of perjury that the facts stated herein are true.)



Signature of a member

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

04/03/2012
Date

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TALLAHASSEE