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**FLORIDA LIMITED LIABILITY CO.  
PROCACI INTERNATIONAL, LLC**

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*Articles of Organization for*

**PROCACI INTERNATIONAL, LLC**

*The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Florida Statutes Chapter 08, hereby makes, acknowledges, and files the following Articles of Organization.*

**ARTICLE I – Name**

The name of the limited liability company shall be **PROCACI INTERNATIONAL, LLC** hereinafter, "Company".

**ARTICLE II – Principal and Mailing Address**

The principal place of business of the Company in Florida shall be:

3910 SLEEPY ORANGE LANE  
COCONUT CREEK, FL 33073

The mailing address of the Company shall be:

3910 SLEEPY ORANGE LANE  
COCONUT CREEK, FL 33073

**ARTICLE III – Purpose**

The Company shall transact any lawful business for which a limited liability company be organized under the laws of the United States and of the State of Florida.

**ARTICLE IV – Powers**

The Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

**ARTICLE V – Effective Date**

The Company shall commence its existence immediately on the date the articles of organization are approved and filed by the Florida Department of State.

**ARTICLE VI – Term of Existence**

The Company existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization or in the regulations.

**ARTICLE VII – Management / Member**

The Company shall be managed by a manager(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These

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regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law of these Articles of Organization. The initial name of all such member(s) who is/are to serve as manager(s) is/are:

Operating Manager / Member **FRANCYS RAMOS PROCACI**  
Operating Manager / Member **MARCUS V. PROCACI**

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

**ARTICLE VIII – Admission of New Members**

No additional member(s) shall be admitted to the Company, except with the unanimous written consent of the majority of 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) to the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE IX – Registered Agent**

The name and Florida Street address of the initial Registered Agent of the Company is:

**TAX SECRETS, INC.**  
5052 NW 45th Ave  
Coconut Creek, FL 33073

**ARTICLE XI – Dissolution**

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.

**IN WITNESS WHEREOF**, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Coconut Creek, Florida, for the foregoing uses and purposes, this August 23, 2013.



Tals Silva, Authorized Representative of the Members

# *Tax Secrets, Inc.*

## **CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE MENTIONED COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF **FLORIDA**.

1. The name of the Company is:

• **PROCACI INTERNATIONAL, LLC**

2. The name and address of the Registered Agent and Office is:

**Tax Secrets, Inc.**

5052 NW 45<sup>th</sup> Ave  
Coconut Creek, FL 33073

*Having been named as Registered Agent and to accept service of Process for the above stated 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.*



\_\_\_\_\_  
President

August 23, 2013

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**Tax Secrets, Inc.**  
5052 NW 45<sup>th</sup> Ave, Coconut Creek, FL 33073  
Phone: (561) 317-5661 Fax: (954) 607-2559