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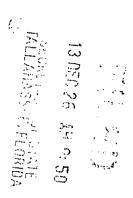
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# **COVER LETTER**

TO:

Registration Section
Division of Corporations

SUBJECTS

Goldem Venture Group, 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:

Erika Ledezma	
Name of Person	
Firm/Company	
9440 Fontainebleau Blvd. Apt # 513	
Address	
Miami, FI 33172	
City/State and Zip Code	
elede003@fiu.edu	

For further information concerning this matter, please call:

Erika Ledezma	786 3127370	
Name of Person	Area Code & Daytime Telephone Number	

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

Enclosed is a check for the following amount:

□\$125.00 Filing Fee \( \text{Certificate of Status} \) □\$155.00 Filing Fee \( \text{Certified Copy} \) (additional copy is enclosed) \( \text{Certified Copy} \) (Certified Copy

(additional copy is enclosed) 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

## **Articles of Organization for Florida Limited Liability Company**

ARTICLE I: Name.

The name of the Limited Liability Company is: "Goldem Venture Group, LLC"

**ARTICLE II: Address.** 

The mailing address and principal address of Goldem Venture Group, LLC is: <u>7330 NW 114<sup>th</sup> Ave., Doral,</u> Florida 33178.

ARTICLE III: Agent.

The registered agent of Goldem Venture Group, LLC is: <u>Jhoan Sebastian Jimenez</u>.

Address: 7330 NW 114<sup>th</sup> Ave., Doral, Florida 33178.

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..

**ARTICLE IV: Managing Members.** 

The name of each Managing Member is as follows:

MGRM Jhoan Sebastian Jimenez 7330 NW 114<sup>th</sup> Ave., Doral, FL 33178

Jhoan Sebastian Jimenez

MGRM Julian Borrero 5733 NW 112<sup>th</sup> Place, Doral, FL 33178

MGRM Carlos Cervantes 1281 W 29 St. Hialeah, FL 33012

**ARTICLE V: Effective Date.** 

The existence of "Goldem Venture Group, LLC" will become effective on January 1st, 2014.

#### ARTICLE VI: Management of the Company.

All business affairs decisions related to "Goldem Venture Group, LLC" will be unanimously taken by all managing members together. Therefore, all binding contracts, employment agreements, or any other legal obligation assumed by "Goldem Venture Group, LLC" will require the signature of all three members in order to be valid.

### ARTICLE VII: Distribution of Cash & Proceeds, and Tax Allocations.

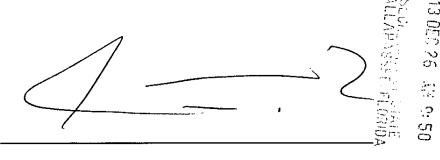
"Goldem Venture Group, LLC" will distribute its net available cash flow among its three members in equal portions. That is: 33,34% for Jhoan Sebastian Jimenez, 33.33% for Julian Borrero, and 33.33% for Carlos Cervantes. In addition, taxes will be allocated in the same way.

#### ARTICLE VIII: Cessation of Membership.

Voluntary: A member of "Goldem Venture Group, LLC" can withdraw from the company upon unanimous approval of all members. This member shall be entitled to receive the amount of his original investment in the company plus any accumulated profit pending of distribution. Other additional entitlements can only be awarded upon approval of all the managing members of the company.

**Involuntary Withdrawal:** Upon occurrence of any involuntary withdrawal of a member of "Goldem Venture Group, LLC", the successor or legal representative of such member will not become a managing member, but shall become an interest holder entitled to the economic rights of the original member.

#### **SIGNATURE:**



(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Julian Borrero