

NOV. 21 2014 3:28PM  
Division of Corporations

RICARDO MARTINEZ

N. 169  
Page 1 of 1

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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.

((H14000266166 3)))



H14000266166 3 ABC

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 : RICARDO MARTINEZ-CID, P.A.  
Account Number : 076640001666  
Phone : (305) 859-7494  
Fax Number : (305) 858-2513

FILED  
14 NOV 24 PM 4:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: hjnosa@gmail.com

FLORIDA LIMITED LIABILITY CO.  
NOGUERA INVESTMENTS LLC

Certificate of Status	1
Certified Copy	1
Page Count	11
Estimated Charge	\$160.00

RECEIVED

14 NOV 24 AM 10:00

DIVISION OF CORPORATIONS  
BUREAU OF COMMERCIAL  
INFORMATION SERVICES

Electronic Filing Menu

Corporate Filing Menu

Help

NOV 25 2014

11/14/14

NOV. 21. 2014 3:39PM

RICARDO MARTINEZ

NO. 169 P. 16

**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT: NOGUERA INVESTMENTS 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:

RICARDO MARTINEZ-CID  
Name of Person

RICARDO MARTINEZ-CID, P.A.  
Firm/Company

1899 Coral Way, Suite 510  
Address

Miami, Florida 33145-2860  
City/State and Zip Code

hjnosa@gmail.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

\_\_\_\_\_ at (\_\_\_\_\_) \_\_\_\_\_  
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(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

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

**NOGUERA INVESTMENTS LLC.**

ARTICLES OF ORGANIZATION OF FLORIDA LIMITED LIABILITY COMPANY

**ARTICLE I - Name:**

The name of the Florida Limited Liability Company is:

NOGUERA INVESTMENTS LLC., hereinafter, designated the "Limited Liability Company."

**ARTICLE II - Address:**

The mailing address and the street address of the principal office of the Limited Liability Company is:

NOGUERA INVESTMENTS LLC.  
2600 NW 112 Avenue, Doral, Florida 33172.

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

The name and the Florida address of the registered agent of the Limited Liability Company is:

Ricardo Martinez-Cid, Esq.  
1699 Coral Way, Suite 510  
Miami, Florida 33145.

---

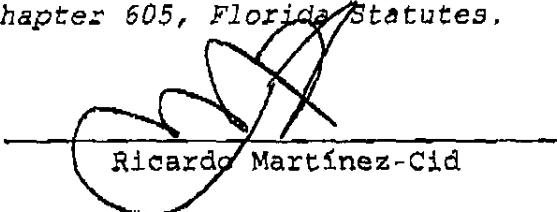
Ricardo Martinez-Cid, P.A.  
1699 Coral Way, Suite 510  
Miami, Florida 33145-2860  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 858-2513

**FILED**  
14 NOV 24 PM 4:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

*Having been named as registered agent and to accept service of process for 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 in Chapter 605, Florida Statutes.*



Ricardo Martínez-Cid

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

**ARTICLE V - Initial Managers and Officers:**

The Limited Liability Company will initially have two (2) managers. The number of managers may either increase or diminish from time to time, as established by the Members, as provided in the Regulations adopted by the Limited Liability Company, but will never be less than one (1). The initial managers of the Limited Liability Company are HECTOR NOGUERA, of 2600 NW 112 Avenue, Doral, Florida 33172, who shall also serve as initial president, and ANGELA GONZALEZ, who shall also serve as initial secretary-treasurer, also of 2600 NW 112 Avenue, Doral, Florida 33172.

---

Ricardo Martinez-Cid, P.A.  
1699 Coral Way, Suite 510  
Miami, Florida 33145-2860  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

**ARTICLE VI - Scope of Managers' Authority:**

Subject to the express limitation that (i) only the Manager-President, with his/her sole signature, or joined by the other managers, or (ii) the other two (2) managers, acting jointly, my sell, lease for a term of more than one year, transfer, hypothecate, mortgage, or otherwise deal with real estate owned by the Limited Liability Company, each manager shall exercise the broadest powers granted by law, including, without limitation, except as may be otherwise limited by law, the power and authority to, except as provided above, buy, develop, manage, sell, lease, rent, pledge, mortgage, transfer, exchange, convert, partition, and otherwise dispose of, and grant options with respect to, any and all property at any time owed by the Limited Liability Company or in or to which the Limited Liability Company may have an interest and/or claim, or any interest therein; and any sale may be a public or private sale for cash or for credit, with or without security; all for such purposes, at such times, and upon such terms as the Manager, may by his/her sole signature, alone or joined by other Managers, if any, determine. No transferee, lender, or other person will be bound to see to or be liable for the application of the proceeds of any transaction with a Manager of this Limited Liability Company. The powers and authority herein described are not in limitation of any powers otherwise conferred upon a Manager of this Limited Liability Company by law. Subject to and as provided above, the President, Secretary and Treasurer of the Limited Liability Company will have duties similar to those found in a Florida corporation.

---

Ricardo Martinez-Cid, P.A.  
1699 Coral Way, Suite 510  
Miami, Florida 33145-2860  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

**ARTICLE VII - Transferability of Member's Interest:**

No member will have the right to assign the member's interest in the Limited Liability Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee will have no right to become a member, to participate in the elections of the managers of the Limited Liability Company or to exercise any other rights or powers of a member. The assignee will merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

**ARTICLE VIII - Nature of Business and Purpose:**

The Limited Liability Company is organized to act as a holding company for other legal entities, and for all other lawful businesses.

**ARTICLE IX. Beginning of Limited Liability Company Existence:**

The Limited Liability Company's existence will begin effective as of five (5) labor days before date this Articles of Organization are filed with the Florida Secretary of State.

**ARTICLE X - Duration:**

The duration of the Limited Liability Company will be perpetual, unless the Limited Liability Company dissolves in accordance with the provisions of the Limited Liability Company's Regulations of these Articles of Organization.

---

Ricardo Martinez-Cid, P.A.  
1699 Coral Way, Suite 510  
Miami, Florida 33145-2860  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

**ARTICLE XI - Dissolution:**

The Limited Liability Company will be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Limited Liability Company for any reason, unless the business of the Limited Liability Company is continued by the written consent of all the remaining members of the Limited Liability Company within thirty (30) days after any of these events.

**ARTICLE XII - Percentage Interest: Membership Certificate:**

The profits and losses of the Limited Liability Company will be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which will be equal to the number of Units owned by a member divided by the total number of the Units owned by all members), unless otherwise provided in the Regulations of the Limited Liability Company. A member's interest in the Limited Liability Company may be evidenced by a Membership Certificate issued by the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned, as agent for HECTOR NOGUERA and ANGELA GONZALEZ, executed these Articles of Organization, this November 17, 2014, and, under the penalties of perjury, the undersigned affirms that the facts stated herein are true.

  
RICARDO MARTÍNEZ-CID

Signature of an authorized representative of a member.

(In accordance with section 605.0203(1)(b), 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 in §817.155, Florida Statutes)

RICARDO MARTÍNEZ-CID

Typed or printed name of signee

Ricardo Martínez-Cid, P.A.

1699 Coral Way, Suite 510

Miami, Florida 33145-2860

Telephone # (305) 632-1950

email: mtnezcid@aol.com

Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

**NOGUERA INVESTMENTS LLC.  
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

1. The name of the Florida Limited Liability Company is:  
**NOGUERA INVESTMENTS LLC.**, hereinafter designated  
the "Limited Liability Company."
2. The name and the Florida street address of the registered  
agent of the Limited Liability Company is:  
Ricardo Martinez-Cid  
1699 Coral Way, Suite 510  
Miami, Florida 33145.

*Having been named as registered agent and to accept service of process for the 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 in Chapter 605, Florida Statutes.*

  
\_\_\_\_\_  
Ricardo Martinez-Cid

\_\_\_\_\_  
Ricardo Martinez-Cid, P.A.  
1699 Coral Way, Suite 510  
Miami, Florida 33145-2860  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3



FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

**NOGUERA INVESTMENTS LLC.  
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

1. The name of the Florida Limited Liability Company is:

**NOGUERA INVESTMENTS LLC.**, hereinafter designated the  
"Limited Liability Company."

4. The name and the Florida street address of the registered agent of the Limited Liability Company is:

Ricardo Martinez-Cid  
1699 Coral Way, Suite 510  
Miami, Florida 33145.

*Having been named as registered agent and to accept service of process for the 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 in Chapter 605, Florida Statutes.*

  
\_\_\_\_\_  
Ricardo Martinez-Cid

\_\_\_\_\_  
Ricardo Martinez-Cid, P.A.  
1699 Coral Way, Suite 510  
Miami, Florida 33145-2860  
Telephone # (305) 632-1950 mtnezcid@aol.com  
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3

MIAMI-DADE COUNTY )  
CITY OF MIAMI ) S.S.  
STATE OF FLORIDA )

I HEREBY CERTIFY that on this day, RICARDO MARTINEZ-CID, appeared before me, under oath, and he acknowledged before me that he executed the foregoing document, for the purposes therein expressed, and he is either known to me or produced his Florida driver's license for identification purposes.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Miami, Florida, on this November 17, 2014.

  
\_\_\_\_\_  
Notary Public / State of Florida



**FILED**  
14 NOV 24 PM 4:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\_\_\_\_\_  
Ricardo Martinez-Cid, P.A.  
1699 Coral Way, Suite 510  
Miami, Florida 33145-2960  
Telephone # (305) 632-1950 mtnezcid@aol.com  
Facsimile # (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H14000266166 3