

From: Genesis Tax House

9547828252

02/24/2015 19:27

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2/24/2015

Division of Corporations

**L1500035432**

Florida Department of State  
Division of Corporations  
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To:

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From:

Account Name : GENESIS TAX HOUSE OF FLORIDA,  
Account Number : 120110000068  
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DIVISION OF CORPORATIONS  
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**FLORIDA LIMITED LIABILITY CO.  
HBE Restaurant LLC**

Certificate of Status	0
Certified Copy	0
Page Count	04
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**FEB 26 2015**

**ARTICLES OF ORGANIZATION**  
**OF**  
**HBE RESTAURANT LLC**

*A Florida Limited Liability Company pursuant to Chapter 605, Florida Statutes*

**ARTICLE I - NAME**

The name of this Limited Liability Company shall be  
**HBE Restaurant LLC**  
(Hereinafter, "Company").

**ARTICLE II - ADDRESS**

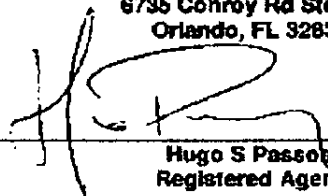
The principal office address of this Company shall be:  
**6735 Conroy Rd Ste 411**  
**Orlando, FL 32835**

and the mailing address of this Company shall be:  
Same as principal

**ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT**

The name and the Florida street address of the registered agent are:

**HUGO S PASSOS**  
**6735 Conroy Rd Ste 411**  
**Orlando, FL 32835**

  
\_\_\_\_\_  
**Hugo S Passos**  
**Registered Agent**

*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 605, F.S..*

1.866.325.3829  
204 Somerville Ave. Somerville, MA 02143  
14 Union Ave. Framingham, MA 01702  
33441



1.800.460.4829  
1100 S Federal Hwy 2nd Floor  
Deerfield Beach, FL

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**TALLAHASSEE FLORIDA**

**ARTICLE IV – MANAGEMENT**

The name and address of each person authorized to manage and control the Limited Liability Company until the successors are elected and qualified in accordance with the regulations of this Company:

<b>NAME</b>	<b>ADDRESS</b>
Hugo S Passos Manager	6735 Conroy Rd Ste 411 Orlando, FL 32835
Bartolomeu Jose M. Lina Jr. Manager	6735 Conroy Rd Ste 411 Orlando, FL 32835
Luiz Eduardi C Nobre Manager	6735 Conroy Rd Ste 411 Orlando, FL 32835

**ARTICLE V – DURATION / TERM OF EXISTENCE**

This Company shall commence its existence on the date of the filing of these Articles with the Department of State. The existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE VI – PURPOSE OF BUSINESS AND POWERS**

This Company may engage in any legal and lawful activity or business permitted under the laws of the United States and of this state. This Company may exercise all power and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

**ARTICLE VII – ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to this Company except with the unanimous consent of the majority of the members of this Company and on the terms determined by these Articles of Organization.

**ARTICLE VIII – AMENDMENT**

These Articles of Organization may be amended in accordance with the Florida Limited Liability Company Act.

1.800.325.8829  
304 Somerville Ave. Somerville, MA 02143  
14 Union Ave. Framingham, MA 01702  
33441



**GENESIS**  
TAX HOUSE

1.800.460.4829  
1100 S Federal Hwy 2nd Floor  
Deerfield Beach, FL

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**ARTICLE IX - MEMBERS RIGHT TO CONTINUE BUSINESS**

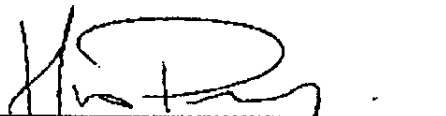
Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this Company, the remaining members shall have the right to continue the business provided there is at least one remaining member.

**ARTICLE XII - DISSOLUTION**

This Company may be dissolved at any time on the affirmative vote of at least two thirds (2/3) of majority of the members of this Company entitled to vote thereon. On dissolution, the Company's property and assets shall, after payment of all debts of the Company, be distributed to the members according to the preceding contribution of each one to the capital of this Company.

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 for in s.817.165, F.S.

February 24, 2015.



**Hugo S Passos**  
Member or Authorized Representative of a Member

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