

03/22/2016 12:19

3052201440

LAZARUS

PAGE 02/06

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.

(((H16000070991 3)))



H160000709913ABCO

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)617-6381

From:

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.
Account Number : I20000000019
Phone : (305)552-5973
Fax Number : (305)675-5944

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

Email Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 MAR 22 PM 2:00

FLORIDA LIMITED LIABILITY CO. THE OCEAN GROUP USA, LLC

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$130.00

MAR 23 2016

T. SCOTT

RECEIVED

16 MAR 22 PM 2:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

03/22/2016 12:19 3052201440

LAZARUS

PAGE 01/05

850-817-8381

3/22/2016 12:09:31 PM PAGE 1/001 Fax Server



March 22, 2016

FLORIDA DEPARTMENT OF STATE
Division of Corporations

LAZARUS

SUBJECT: THE OCEAN GROUP USA, LLC
REF: W16000021291

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tim Burch
Regulatory Specialist II

FAX Aud. #: H16000070991
Letter Number: 216A00005821

3/21/2016 11:53 AM FROM: Martinez and Perdomo Martinez and Perdomo TO: 305-220-1440 PAGE: 002 OF 005

H16000070991

Articles of Organization of
THE OCEAN GROUP USA, LLC
Limited Liability Company

KNOW ALL MEN BY THESE PRESENTS: That I, Owner and Founder, desiring to form a limited liability company for those purposes set forth herein and in conformance with the Florida Limited Liability Company Act, do establish:

Article I

Company Name

That name of the limited liability company is:

THE OCEAN GROUP USA, LLC

Article II

Duration

Effective Date: March 15, 2016

That the period of duration of this limited liability company is thirty years from the date of filing hereof with Florida unless sooner dissolved as provided by Florida law.

Article III

Purpose

That the purpose for which this limited Liability Company is organized is primarily to run services permitted by law, within the statutes of the State of Florida and other states permit.

H16000070991

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 MAR 22 PM 2:00

3/21/2016 11:53 AM FROM: Martinez and Perdomo Martinez and Perdomo TO: 305-220-1440 PAGE: 003 OF 005

H16000070991

Article IV

Principal Place of Business

That the address of its principal place of business is:

**55 MERRICK WAY, STE 218
CORAL GABLES, FL 33134**

Article V

Registered Agent & Office

The name and Florida Street address of the registered agent is

**GUILLERMO A GUERRA-COGORNO
55 MERRICK WAY, STE 218
CORAL GABLES, FL 33134**

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.

Registered Agent Signature: _____

GUILLERMO A. GUERRA-COGORNO

H16000070991

3/23/2016 11:53 AM FROM: Martinez and Perdomo Martinez and Perdomo TO: 305-220-1440 PAGE: 004 OF 005

H16000070991

Article VI**Capitalization**

That the total capital contributions of each Member, which is his or its respective undivided interest in personal property having at least a value totaling \$2000.00 (Two Thousand dollars) should be allocated as follows.

MACH 3 LLC 1200 NW 78 TH AVE, STE 300 DORAL, FL 33126	Managing Member	\$1000.00
Guillermo A. Guerra-Cogorón 55 MERRICK WAY, STE 218 CORAL GABLES, FL 33134	Managing Member	\$1000.00

Additional Liability of Members

That no additional capital contributions will be required.

Article VIII**Admission of Additional Members**

Those additional Members will be admitted, expelled, or expelled only with the unanimous consent of all Members entitled to participate in management and upon such terms as are unanimously agreed to by all members entitled to a dividend upon dissolution or liquidation.

Article XI**Continuity of Life**

That the remaining members of the limited liability company may only have the right to continue the business upon death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminated the continued Membership of a Member in this limited liability company if they unanimously elect to do so. The return of capital and the distribution of profits shall be determined from the company's books, as of the effective date of withdrawal, based on generally accepted accounting practices, and paid as soon as practicable without diminishing the prospects of the company's ventures and subject to the limitations of the FLORIDA Limited Company Act.

H16000070991

H16000070991

Article X

Management

The business of the company shall be conducted under the exclusive management of its Members, or outside managers if its Members unanimously elect, who shall have exclusive authority to act for the company in all matters. The Members from time to time designated certain Members as Officers to act for the Company in certain matters as specified by the LLC Operating Agreement.

Dated this 15th day of MARCH, 2016.



MACH 3, LLC



Guillermo A. Guerra-Cogorno

H16000070991