

L1600011858Y

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

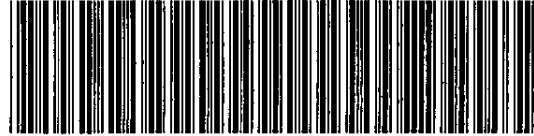
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200285885882

05/20/16--01018--024 **155.00

15 JUN 10 PM 4:06
CALL AM 10864 FLOHIS

W/4 39216



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 27, 2016

JOSE M. RAMIREZ-CASELLAS
2644 SILVER RIVER TRAIL
ORLANDO, FL 32828

SUBJECT: ROSEHEART ENTERPRISES, LLC
Ref. Number: W16000039216

We have received your document for ROSEHEART ENTERPRISES, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Sylvia Gilbert
Regulatory Specialist II
New Filing Section

Letter Number: 416A00011235

COVER LETTER

To: Registration Section
Division of Corporations

SUBJECT: ROSEHEART ENTERPRISES, 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:

Jose M. Ramirez-Casellas
Name of Person

Roseheart Enterprises, LLC
Firm/Company

2644 Silver River Trail
Address

Orlando, Florida 32828
City, State & Zip

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

For further information concerning this matter, please call:

Jose M. Ramirez-Casellas at (787) 597-4799
Name of Person Area Code Daytime Telephone Number

☐ \$125.00
Filing Fee

☐ \$130.00
Filing fee &
Certificate of Status

☒ \$ 155.00
Filing fee &
Certified Copy
(additional copy is enclosed)

☐ \$ 160.00
Filing fee, Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

16 JUN 10 PM 2:14

STATE
TALLAHASSEE, FLORIDA

May 27, 2016

JOSE M. RAMIREZ-CASELLAS
2644 SILVER RIVER TRAIL
ORLANDO, FL 32828

SUBJECT: ROSEHEART ENTERPRISES, LLC
Ref. Number: W16000039216

We have received your document for ROSEHEART ENTERPRISES, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Sylvia Gilbert
Regulatory Specialist II
New Filing Section

Letter Number: 416A00011235

ARTICLES OF ORGANIZATION
FOR
ROSEHEART ENTERPRISES, LLC

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY
ROSEHEART ENTERPRISES, LLC**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, Florida Statute 605 Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profits. We further declare that the following Articles shall serve as the Charter and authority to conduct of business of the limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be **Roseheart Enterprises, LLC**

**ARTICLE II
ADDRESS**

Principal office and mailing address shall be located at **2644 Silver River Trail Orlando, FL 32828 County of Orange, State of Florida** but it shall have the power and authority to establish branch offices at any other place or places as the members designate.

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

The name of the company's initial registered agent at the address is **Jose M. Ramirez-Casellas**. The office and mailing address of the initial registered office of the limited liability company is 2644 Silver River Trail Orlando, FL 32828, County of Orange, State of Florida

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.



REGISTERED AGENT'S SIGNATURE

ARTICLE IV
MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Name and Addresses

Jose M. Ramirez-Casellas

2644 Silver River Trail
Orlando, FL 32828

Rosa Y. Rodriguez Delgado

2644 Silver River Trail
Orlando, FL 32828

ARTICLE V
EFFECTIVE DATE

The effective of these articles of organization is ~~the~~ date of ~~May~~, 2016. *8th J.M.R.C. June J.M.R.C.*

ARTICLE VI
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for the limited liability companies, the general nature of the businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as the natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or

permitted by law, while acting as agent, nominee or attorney-in-fact for any persons or corporation and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity and in this capacity or under this arrangement develop, improve, stabilize, strengthen or extend the property and commercial interest of the property and to aid, assist or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be constructed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting or purporting to authorize or permit the limited liability company to carry on any business, exercise power or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE VII

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of and the business and affairs of this limited liability company shall be managed under the direction of the members of this limited liability company. This Article may be amended from time to time in the Operating Agreement of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE VIII

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On 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 the limited liability company, the remaining members shall have the right to continue the business o unanimous consent of the remaining members.

ARTICLE IX
CAPITAL CONTRIBUTIONS

No capital contributions shall be paid to the limited liability company by the two members in the beginning. Additional contributions will be made as required for investments purposes, as determined by unanimous consent of the members. The members will make contributions as follow:

Jose M. Ramirez-Casellas	97%
Rosa Y. Rodriguez Delgado	3%

ARTICLE X
PROFIT AND LOSSES

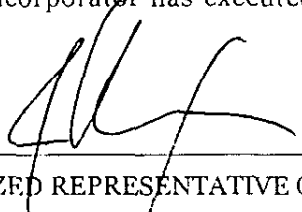
- (a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share for the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being the date of the filing of these Articles.
- (b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE XI
DURATION

This limited liability company shall exist perpetually until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

ARTICLE XII

In witness where of the under signed incorporator has executed these Articles
of Organization this ^{08th June}~~09th~~ day of ^{June}~~May~~, 2016.



SIGNATURE OF A MEMBER OR 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 for in s.817.155, F.S.

Printed Name of signee: Jose M. Ramirez-Casellas