

Sep. 24. 2016 5:25AM
9/23/2016

Division of Corporations

No. 2307 P. 1/4

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Florida Department of State
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Email Address: vlma biaggi@aol.com

**FLORIDA LIMITED LIABILITY CO.
VBL Real Estate Holding, LLC**

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ARTICLES OF ORGANIZATION OF VBL REAL ESTATE HOLDING, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act (the "Act") of the State of Florida pursuant to Chapter 605 of the Florida Statutes hereby makes, acknowledges, and files the following Articles of Organization providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

ARTICLE I NAME

The name of the limited liability company shall be VBL REAL ESTATE HOLDING, LLC (the "Company").

ARTICLE II MEMBERS

The Company shall have one or more members (the "Members").

ARTICLE III MAILING ADDRESS

The mailing address for the Company shall be 21355 East Dixie Highway, #117, Aventura, FL 33180.

ARTICLE IV INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Company is 21355 East Dixie Highway, #117, Aventura, FL 33180 and the initial registered agent is Vilma Biaggi.

ARTICLE V PURPOSES AND POWERS

The Company, to the fullest extent permitted by the Act (in effect now and as hereafter amended), may engage in any activity or business permitted under the laws of the United States, any State, or any foreign country, and shall all the powers and rights granted and conferred upon limited liability companies by the laws of the State of Florida, unless otherwise limited by the Operating Agreement of the Company.

ARTICLE VI DURATION

The term and duration of the Company shall be perpetual, unless terminated in accordance with the Operating Agreement of the Company or otherwise terminated in accordance with law.

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VBL REAL ESTATE HOLDING, LLC

**ARTICLE VII
STREET ADDRESS OF PRINCIPAL OFFICE**

The street address of the principal office of the Company shall be located at 21355 East Dixie Highway, #117, Aventura, FL 33180, but it shall have the power and authority to establish branch offices at any other place or places as the Members may designate.

**ARTICLE VIII
MEMBERSHIP RESTRICTIONS**

Additional Members may be admitted to the Company. Contributions required of new Members shall be determined as of their time of admission to the Company only upon the unanimous consent of all existing Members of the Company, in accordance with the Operating Agreement of the Company. A Member's interest in the Company shall be considered personal property, notwithstanding the actual nature of the assets owned by the Company, and may not be sold or otherwise transferred except in strict accordance with the Operating Agreement of the Company.

**ARTICLE IX
MANAGEMENT**

All Company powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed by one or more Managers. Accordingly, the Company is a Manager-managed limited liability company. The name and the business address of the initial Manager is Vilma Biaggi, 21355 East Dixie Highway, #117, Aventura, FL 33180.

**ARTICLE X
EXECUTION & ORGANIZER**

The person signing these articles is Vilma Biaggi and his mailing address is 21355 East Dixie Highway, #117, Aventura, FL 33180. The undersigned Manager hereby certifies that the foregoing constitutes the Articles of Organization of VBL REAL ESTATE HOLDING, LLC.

Dated this 23rd day of September, 2016.



Vilma Biaggi
Manager

[In accordance with Section 605.0205 Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts herein are true]

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VBL REAL ESTATE HOLDING, LLC

REGISTERED AGENT STATEMENT OF ACCEPTANCE

Having been named as Registered Agent to accept service of process in the State of Florida for VBL REAL ESTATE HOLDING, LLC, (the "Company") at the address designated on the Articles of Organization of the Company, pursuant to the requirements of Section 605.0113, Florida Statutes, the undersigned Registered Agent hereby accepts the appointment as Registered Agent of the Company and agrees to act in that capacity. The undersigned Registered Agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of a registered agent, and is familiar with and accepts the obligations of the said position.

Dated this 23rd day of September, 2016.

REGISTERED AGENT


Vilma Biaggi

~~1701 James Avenue~~

Miami Beach, FL 33139

21355 E. DIXIE HWY #117
AVONTELLA, FL 33180

[In accordance with Section 605.0205 Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts herein are true]

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