

10/13/2016 14:21

32281448

LAZARUS

31/04

L16000190277

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.

((H16000253875 3)))



H160002538753ABC4

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: _____

FLORIDA LIMITED LIABILITY CO.
BICI, LLC

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

REC-220
16 OCT 13 PM 3:17
STATE OF FLORIDA
DIVISION OF CORPORATIONS

FILED
16 OCT 13 PM 5:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

D O'KEEFE

OCT 14 2016

FILED
CLERK OF COURT

H16000252875

16 OCT 13 PM 4:01

STATE OF FLORIDA
ARTICLES OF ORGANIZATION
FOR
BICI, LLC

The undersigned, for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, F.S. Chapter 605, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the Limited Liability Company is BICI, LLC.

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the limited liability company is: 150 S.E. 2nd Ave., Suite #1010, Miami, Florida 33131.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to operate the business of BICI, LLC, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company as may be required pursuant to a vote of the majority-in-interest of the members or upon such terms and conditions as shall be as set forth in the operating agreement.

H16000252875

FILED
CLERK OF DISTRICT COURT

H 16000252875

16 OCT 13 PM 4:01

ARTICLE VI – ADMISSION OF NEW MEMBERS

New members shall be admitted to the Company as may be authorized pursuant to a vote of the majority-in-interest and upon such terms and conditions as shall be determined by the majority-in-interest of the members, or upon such terms and conditions as shall be as set forth in the operating agreement. The majority-in-interest of members shall determine the amount and nature of contributions by new members at the time new members are admitted.

ARTICLE VII – CONTINUATION OF BUSINESS

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued by a vote of the majority-in-interest of members; in absence of which the Company shall be dissolved.

ARTICLE VIII – MANAGEMENT

The Company shall be managed by the manager(s) in accordance with the operating agreement adopted by the members for the management of the business and affairs of the Company, if applicable or as determined by a majority-in-interest vote of the members. This operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law and these Restated and Amended Articles of Organization. The name and address of the manager of the Company is:

NAME

Luca Lomonaco

ADDRESS

888 Biscayne Blvd., Unit 2808
Miami, FL 33132

ARTICLE IX – REGISTERED OFFICE AND AGENT

The street address of the registered office of the Company is 150 SE 2nd Avenue, Suite 1010, Miami, Florida, 33131, and the name of its registered agent at such address is Stefania Bologna, Esq.

H 16000252875

FILED
CLERK OF DISTRICT COURT

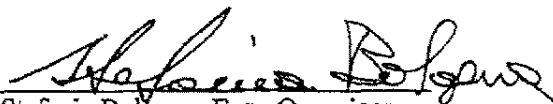
160000252875

16 OCT 13 PM 4:01

ARTICLE X - INDEMNIFICATION

This company shall indemnify any and all of its members, managers, directors, officers, organizers, employees or agents or former members, managers, directors, officers, employees or agents or any person or persons who may have served at its request as a member, manager, director, officer, organizers, employee or agent of another corporation, partnership, joint venture, trust or other enterprise to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any member, manager, director, officer, organizers, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Miami Dade County, Florida for the foregoing uses and purposes this 13th day of October, 2016.


Stefania Bologna, Esq., Organizer

160000252875

FILED
CLERK OF COURT

H16000252875

16 OCT 13 PM 4:01

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 605, Florida Statutes, the undersigned Limited Liability Company, submits the following statement in designating the register office/registered agent, in the state of Florida.

1. The name of the limited liability company is BICI, LLC
2. The name and address of the registered agent is as follows:

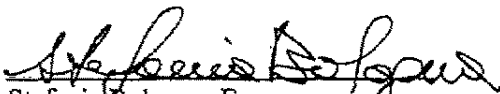
Stefania Bologna, Esq.
150 SE 2nd Avenue
Suite 1010
Miami, FL 33131

Dated:
October 13th, 2016


Stefania Bologna, Organizer

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.

Dated: October 13th, 2016


Stefania Bologna, Esq.
Registered Agent

H16000252875