

07000162946

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.

(((H17000200024 3)))



H170002000243ABCQ

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 : CORP USA
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

****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.
GARDENIAS INTERNATIONAL HOLDINGS, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

RECEIVED
17 JUL 31 PM 4:41
DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

17 JUL 31 AM 6:55
TALLAHASSEE, FLORIDA

J. FASON

Electronic Filing Menu

Corporate Filing Menu

Help

AUG 01 2017

H 17000 2000 24

**ARTICLES OF ORGANIZATION OF
GARDENIAS INTERNATIONAL HOLDINGS, LLC**

**ARTICLE I
NAME**

The name of this Limited Liability Company shall be GARDENIAS INTERNATIONAL HOLDINGS, LLC (the Company).

**ARTICLE II
DURATION**

The Company shall exist perpetually, unless sooner dissolved or extended further in a manner provided by law, or as provided in the regulations adopted by the members (the Regulations).

**ARTICLE III
PURPOSE**

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

**ARTICLE IV
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Company shall be 901 Ponce de Leon Boulevard, Suite 204, Coral Gables, Florida 33134, and such other place or places as the members from time to time may determine. The mailing address of the Company is the same.

**ARTICLE V
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT**

The initial registered agent of the Company shall be William H. Albornoz. The address of the initial registered agent is c/o 901 Ponce de Leon Boulevard, Suite 204, Coral Gables, Florida 33134.

**ARTICLE VI
MANAGEMENT**

The Company will be managed by a manager or managers who may be, but are not required to be, a member of the Company. The names and addresses of the managers who will serve as managers until the first annual meeting of the members or until their successor is selected and qualified in accordance with the Regulations are:

17 JUL 31 AM 6:55
TELETYPE UNIT
FLO-007A

JAVIER RAMIREZ
c/o 901 Ponce De Leon Boulevard
Suite 204
Coral Gables, Florida 33134

FEDERICO RAMIREZ
c/o 901 Ponce De Leon Boulevard
Suite 204
Coral Gables, Florida 33134

ARTICLE VII
NEW MEMBERS

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

ARTICLE VIII
DISSOLUTION AND MEMBERS RIGHTS
TO CONTINUE BUSINESS

The Company shall be terminated and dissolved upon:

- (A) the vote of all members holding an interest in the Company;
- (B) the expiration of the term of the Company; or
- (C) the death, retirement, or resignation of a member, if the remaining members do not vote unanimously to continue the business of the Company.

IN WITNESS WHEREOF, the undersigned have caused these Articles of Organization to be executed on the 28 day of July, 2017, effective upon filing same with the Florida Department of State.



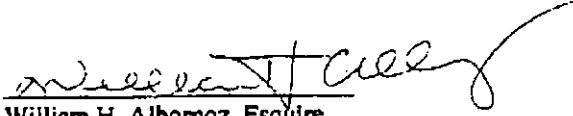
JAVIER RAMIREZ, Manager



FEDERICO RAMIREZ, Manager

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Organization.



William H. Albormoz, Esquire

#17 000 2 000 24