

# L17000166187

Division of Corporations

Page 1 of 2

Florida Department of State  
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OVERSEAS PALMS II LLC**

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Electronic Filing Menu

Corporate Filing Menu

Help

(((H17000203702 3)))

**ARTICLES OF ORGANIZATION  
OF  
OVERSEAS PALMS II LLC**

The undersigned, being a duly authorized representative of the Member(s), desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes (the "Act"), does hereby adopt the following Articles of Organization:

**ARTICLE I. NAME**

The name of the limited liability company is Overseas Palms II LLC (the "Company").

**ARTICLE II. ADDRESS**

The principal and mailing address of the Company is:

2909 Day Avenue  
Miami, Florida 33133

**ARTICLE III. REGISTERED AGENT AND OFFICE**

The Company designates 2909 Day Avenue, Miami, Florida 33133 as the street address of the initial registered office of the Company and names Hagan Capital LLC as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV. DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or pursuant to the Act, as amended from time to time.

**ARTICLE V. MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager according to the provisions of the Company's Operating Agreement and is, therefore, a manager-managed Company.

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**ARTICLE VI. MANAGER**

The name, address and title of the initial person authorized to manage and control the Company is:

**Title:**

Manager

**Name and Address:**

Hagan Capital LLC  
2909 Day Avenue  
Miami, Florida 33133

**ARTICLE VII. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

**ARTICLE VIII. ADDITIONAL MEMBERS**

Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

**ARTICLE IX. OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company, if any.

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**IN WITNESS WHEREOF**, the undersigned has hereunto set his hand and seal this 3<sup>rd</sup> day of August, 2017.

/s/ Deryk Loiacono

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Deryk Loiacono,  
Duly Authorized Representative of the  
Member(s)

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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for Overseas Palms II LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 3rd day of August, 2017.

Hagan Capital LLC

/s/ David Gruberg

By: \_\_\_\_\_  
David Gruberg, President

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