

L180000662143

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.

((H18000066214 3)))



H180000662143ABC

**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.  
TU CASA MARKET, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

RECEIVED

2018 FEB 27 PM 4:20

RECEIVED  
FLORIDA

RECEIVED  
FLORIDA

18 FEB 27 AM 9:45

RECEIVED  
FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

J. FASON

FEB 27 2018

## ARTICLES OF ORGANIZATION

OF

### TU CASA MARKET, LLC

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 605, hereby make, acknowledge, and file the following Articles of Organization pursuant to Florida Statutes §605.0201.

#### ARTICLE I NAME

The name of the limited liability company shall be TU CASA MARKET, LLC (the "Company").

#### ARTICLE II ADDRESS

The initial mailing address and street address of the principal office of the Company is 3301 N.W. 168<sup>th</sup> Street, Suite B, Miami Gardens, Florida 33056.

#### ARTICLE III DURATION

The Company shall commence its existence on the date the Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these articles of organization or in the operating agreement.

#### ARTICLE IV REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida is as follows:

Registered Agent Corporate Services, Inc.  
355 Alhambra Circle, Suite 801  
Coral Gables, FL 33134

#### ARTICLE V ADMISSION OF NEW MEMBERS

Except as set forth in the operating agreement, no additional members shall be admitted

Articles of Organization  
TU CASA MARKET, LLC

FILED  
STATE OF FLORIDA  
CLERK OF THE  
DEPARTMENT OF  
STATE

16 FEB 27 AM 9:45

16 FEB 27 AM 9:45

to the Company except with the unanimous written consent of all the members of the Company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the operating agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

## ARTICLE VI MANAGEMENT

The Company shall be a Manager-Managed company as provided in Florida Statutes, §605.0407(1), and shall be managed by the managers in accordance with Florida law and the operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. Set forth below is/are the name(s) of the initial Managers of the Company, who has/have been duly designated to manage the Company as provided in Florida Statutes, §605.0407(2), and who will have the respective titles set forth below, with each Manager having the capacity to bind the Company and make decisions on behalf of the Company without the consent of the other Manager:

Manager Name and Address

Title

Eazypoint, LLC  
3301 N.W. 168<sup>th</sup> Street, Suite B  
Miami Gardens, Florida 33056

Manager

Del Valle Import & Export, #2, LLC  
3501 N.W. 67th Street, Suite B  
Miami, Florida 33147

Manager

## ARTICLE VII INDEMNIFICATION

To the fullest extent permitted under, in accordance with or not prohibited by the laws of the State of Florida, as amended from time to time, the Company shall indemnify and hold harmless each manager from and against any and all losses, claims, damages, liabilities or expenses of whatever nature, as incurred, arising out of or relating to the fact that such party was or is a manager of the Company. Notwithstanding the foregoing, no indemnification may be made to or on behalf of a manager if a judgment or other final adjudication adverse to such manager establishes (1) that his or her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or (2)

Articles of Organization  
TU CASA MARKET, LLC

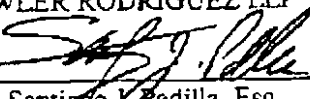
that he or she personally gained in fact a personal profit or other advantage to which he or she was not legally entitled.

#### ARTICLE VIII AMENDMENT

These Articles of Organization may be amended in any manner now or hereafter provided for by law and all rights conferred upon the Members hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this the 26th day of February, 2018.

FOWLER RODRIGUEZ LLP

By:   
Santiago J. Padilla, Esq.  
Organizer

Santiago J. Padilla, Esq.  
Fowler Rodriguez LLP  
355 Alhambra Circle, Suite 801  
Coral Gables, Florida 33134

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

In compliance with Florida Statutes, Section 605.0113, the following is submitted:

TU CASA MARKET, LLC, desiring to organize as a limited liability company under the laws of the State of Florida, has designated 355 Alhambra Circle, Suite 801, Coral Gables, Florida 33134 as its initial Registered Office and has named Registered Agent Corporate Services, Inc., with a business office located at said address, as its initial Registered Agent.

Date: February 26th, 2018

FOWLER RODRIGUEZ LLP

By: 

Santiago J. Padilla, Esq.

Organizer

Santiago J. Padilla, Esq.  
Fowler Rodriguez LLP  
355 Alhambra Circle, Suite 801  
Coral Gables, Florida 33134

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

**OF**

**TU CASA MARKET, LLC**

Having been named as Registered Agent for the above stated limited liability company, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 605.0113 relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Date: February 26<sup>th</sup>, 2018

REGISTERED AGENT CORPORATE  
SERVICES, INC.

By: 

Name: Juan E. Serralles, IV  
Title: President

Registered Agent Corporate Services, Inc.  
355 Alhambra Circle, Suite 801  
Coral Gables, Florida 33134