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# Articles of Organization of

# ON THE ROCKS USA, LLC.

# Limited Liability Company

KNOW ALL MEN BY THESE PRESENTS: That I, Owner and Founder, desiring to form a limited liability company for those purposes set forth herein and in conformance with the Florida Limited Liability Company Act, do establish:

# Article I

#### Company Name

That name of the limited liability company is:

# On The Rocks USA, LEC

# Article II

# **Duration**

That the period of duration of this limited hability company is thirty years from the date of filing hereof with Florida unless sconer dissolved as provided by Florida law.

## Article III:

#### Purpose

That the purpose for which this limited Liability Company is organized is primarily forun and operate any services that are permitted by law, within the statues of the State of Florida and other states permit.

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#### Article IV

#### Principal Place of Business

That the address of its principal place of business is:

20 SiW\_58<sup>th</sup> Ave Miami, KL. 33144

## Article V

#### **Registered Agent & Office**

The name and Florida Street address of the registered agentis

Ricardo Herrera Gonzalez 20 S.W. 58<sup>61</sup> Ave Miami, FL. 33144

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 capatity. I further agree to comply with the provisions of all statues 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.

Registered Agent Signature:

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	Article VI	· ,	· ·
C	apitalization & Members	· .	•.
unuivided interest in personal i	tions of each Member, which is property having at least a value to s) should be allocated as follows.	his or its respective – taling \$1000.00 (One	· · · · · · · · · · · · · · · · · · ·
Ricardo Herrera Gonzalez 20 S.W. 58 <sup>th</sup> Ave Miami, FL. 33144	Managing Member	\$500.00	· · · ·
Antonino N. Martinez 20 S.W. 58 <sup>th</sup> Ave Miami, FL. 33144	Member	\$500.00	··.
Add	Article VII itional Liability of Members	18 JUN 2	
	·		
That no additional capital contril			4.

#### Article VIII

#### **Admission of Additional Members**

Those additional Members will be admitted, expelled, or expelled only with the unanimous consent of all Members entitled to participate in management and upon such terms as are unanimously agreed to by all members entitled to a dividend upon dissolution or liquidation.

#### Article XI

### Continuity of Life

That the remaining members of the limited liability company may only have the right to continue the business upon death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminated the continued Membership of a Member in this limited liability company if they unanimously elect to do so. The return of capital and the distribution of profits shall be determined from the

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company's boeks, as of the effective date of withdrawal, based on generally accepted accounting practices, and paid as soon as practicable without diminishing the prospects of the company's ventures and subject to the limitations of the FLORIDA. Limited Company Act

# Article X

## Management

The business of the company shall be conducted under the exclusive management of its -Members, or outside managers if its Members unanimously elect, who shall have exclusive authority to act for the company in all matters. The Members from time to time designated certain Members as Officers to act for the Company in certain matters as specified by the LLC Operating Agreement.

Dated this day of

Ricardo Herrera Gouzalez

Antonino N. Martínez

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