

3/29/2019

Division of Corporations

Florida Department of State

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April 4, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

HS INVESTMENT GROUP LLC
8989 LEE VISTA BLVD APT 2105
2007
ORLANDO, FL 32829ES

SUBJECT: HS INVESTMENT GROUP LLC
REF: L19000043791

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Chapter 605, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please correct wording in Article VII. Limited Liability Company do not have share so therefore they would also not have Profit Sharing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Karen A Saly
Regulatory Specialist II

FAX Aud. #: H19000104782
Letter Number: 519A00006712

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF
HS INVESTMENT GROUP LLC

The undersigned authorized members adopt the following Amended and Restated Articles of Organization pursuant to the authority and provisions of Section 605.0202 of the Florida Revised Limited Liability Company Act:

FIRST: The name of the limited liability company filing these Amended and Restated Articles of Organization is HS INVESTMENT GROUP LLC (the "Company").

SECOND: These Amended and Restated Articles of Organization were unanimously approved by the Authorized Members. The votes cast were sufficient for approval under the Articles.

SECOND: These Amended and Restated Articles of Organization supersede and take the place of the heretofore existing Articles of Organization and any and all amendments thereto:

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be HS INVESTMENT GROUP LLC (the "Company"), and its principal office and mailing address shall be located at 4802 DISTRIBUTION CT, SUITE 11 & 4, ORLANDO, FL 32822, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or company carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

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4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, company, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or companies, and perform any service under contract or otherwise for any company, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the Operating Agreement of the limited liability company by a unanimous vote of the members of the limited liability company.

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ARTICLE IV
MANAGEMENT

Management of this limited liability company may be by Members or Non-members, as may be determined from time to time by the members. The first Managers shall be as follows:

Names and Addresses:

Authorized Member – Miguel J. Seminario, located at 4802 DISTRIBUTION CT, SUITE 11 & 4,
ORLANDO, FL 32822

Authorized Member – Lenny Herrera, located at 4802 DISTRIBUTION CT, SUITE 11 & 4, ORLANDO,
FL 32822

Authorized Member – Roy R. Hurtado, located at 4802 DISTRIBUTION CT, SUITE 11 & 4,
ORLANDO, FL 32822

ARTICLE V
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI
CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by the members in the following amounts: Lenny Herrera, (51%), \$510, Miguel J. Seminario (39%), \$390, and Roy R. Hurtado 10%), \$100.00. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in membership interest.

The initial Members of the Company are as follows:

Lenny Herrera	51% interest
Miguel J. Seminario	39% interest
Roy R. Hurtado	10% interest

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ARTICLE VII
DISTRIBUTION OF AVAILABLE FUNDS

(a) Distributions. The members shall be entitled to the receipt of distributions arising from the operation of the limited liability company business from available funds that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of available funds based on their membership percentages. The distributive share of the available funds shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being the date of the filing of these Articles

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the available funds of the business, or, if these sources are insufficient to cover such losses, by the members in equal membership interest.

ARTICLE VIII
DURATION

This limited liability company shall exist perpetually until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

ARTICLE IX
REGISTERED OFFICE AND REGISTERED AGENT

The name and mailing address of the registered agent in the State of Florida is Roy R. Hurtado, 4802 DISTRIBUTION CT, SUITE 11 & 4, ORLANDO, FL 32822, Orange County, Florida.

The undersigned, being the registered agent of the limited liability company, certify that this instrument constitutes the Restated and Amended Articles of Organization of HS INVESTMENT GROUP LLC

Executed by the undersigned on the 25th day of March, 2019

Roy R. Hurtado

ARTICLE X
AMENDMENTS TO ARTICLES

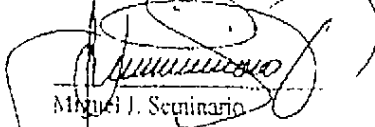
The Company reserves the right to amend, alter, change or repeal any provision contained in these Amended and Restated of Articles of Organization, in the manner now or hereafter prescribed by the Act, and all rights conferred upon members herein are granted subject to this reservation.

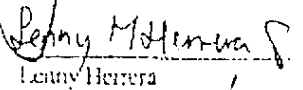
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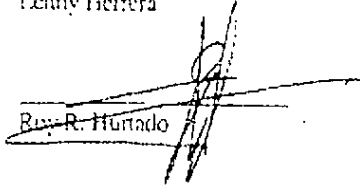
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IN WITNESS WHEREOF, the undersigned have signed this Amended and Restated Articles of Organization as of the 25th day of March, 2019.

AUTHORIZED MEMBERS:


Miguel J. Seminario


Lenny Herrera


Roy R. Hurtado

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TALLAHASSEE, FL