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2019 NOV -6 PM 1:01
TALLAHASSEE, FLORIDA

2019 NOV -6 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

2019 NOV 7

Assembly

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

HI-POWER FARMS LLC

Signature _____

Requested by: Seth

11/06/19

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

____ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

ARTICLES OF ORGANIZATION

HI-POWER FARMS LLC

The undersigned hereby forms a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

ARTICLE I NAME

The name of the limited liability company shall be **HI-POWER FARMS LLC**.

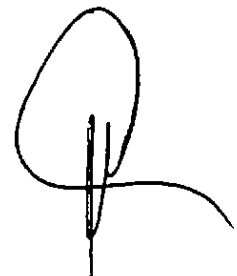
ARTICLE II DURATION

This limited liability company shall exist perpetually unless dissolved as provided by applicable law.

ARTICLE III PURPOSES AND POWERS

This limited liability company may engage in any activity of business permitted under the laws of the United States, any State, or any foreign country. Initially, this company intends to engage in legally permissible activities involving (by way of example and not limitation) the planting, growing, harvesting, and processing of cannabis, TCH, CBD, and related products.

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TALLAHASSEE, FLORIDA



**ARTICLE IV
PRINCIPAL PLACE OF BUSINESS**

The initial mailing and street address of the principal office of this limited liability company shall be c/o Post & Romero, 804 S. Douglas Road, Suite 365, Coral Gables, FL 33134. The location may be changed with approval by the members of this limited liability company present at a meeting (personally or by proxy) representing a majority of the voting power or by the managers.

**ARTICLE V
MANAGEMENT**

The limited liability company is to be managed by one or more managers and is, therefore, a manager-managed company.

The name and address of the initial sole manager (also referred to as "managing director") is as follows:

Tomas Gonzalez Anleo
c/o Post & Romero LLC
804 S. Douglas Road
Suite 365
Coral Gables, FL 33134

**ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is as follows: c/o Post & Romero LLC, 804 S. Douglas Road, Suite 365, Coral Gables, FL 33134.

The name of its initial registered agent is Law Office of Carlos A. Romero, Jr., P.A.

**ARTICLE VII
RESTRICTIONS ON MEMBERSHIP**

No operating agreement is required. Initially, there shall be no operating agreement. Until there is an operating agreement, and if all the members of this limited liability company do not approve the proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this limited liability company or to become a member.

**ARTICLE VIII
VOTING BY MEMBERS WITHOUT MEETING**

On any matter that is to be voted on by members, the members may take such action without a meeting, without prior notice, and without a vote, if a written consent setting forth the action so taken, is signed by the members having not less than the minimum number of votes that would be necessary to authorize such action at a meeting, but in no event by a vote representing less than the percentage of voting power of the members otherwise present (personally or represented by proxy) at a meeting, if a meeting were held. Within 10 days (or such time as might otherwise be required by law if shorter) after obtaining such authorization by written consent, written notice must be given to those members that did not consent in writing or were not entitled to vote.

**ARTICLE X
AMENDMENT OF ARTICLES OF ORGANIZATION**

Any amendment to these Articles of Organization shall be approved by a majority of all members of the limited liability company present (personally or represented by proxy) at a meeting representing a majority of the voting power.

**ARTICLE XI
INDEMNIFICATION**

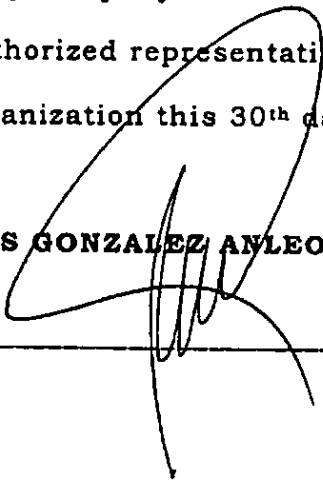
This limited liability company is empowered to indemnify any officer, member, or manager to the fullest extent permitted by applicable law, as now and hereinafter amended.

**ARTICLE XII
EXECUTION**

The undersigned authorized representative hereby certifies that the foregoing constitutes the Articles of Organization of **HI-POWER FARMS LLC**.

IN WITNESS WHEREOF, for the purposes of forming this limited liability company under the laws of the State of Florida, the undersigned, as authorized representative of the member, hereby executes this Articles of Organization this 30th day of April, 2019.

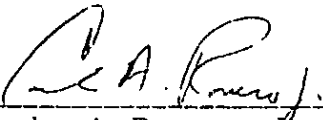
TOMAS GONZALEZ ANLEO - as authorized representative



HAVING BEEN NAMED AS REGISTERED AGENT AND HEREBY TO ACCEPT SERVICE OF PROCESS FOR THIS LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES 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.

LAW OFFICE OF CARLOS A. ROMERO, JR., P.A., as Registered Agent

By:



Carlos A. Romero, Jr., its President