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To:

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From:

Account Name : RICARDO MARTINEZ-CID, P.A.
Account Number : 076640001666
Phone : (305)632-1950
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**FLORIDA LIMITED LIABILITY CO.
LUPINE MIAMI INVESTMENTS, LLC**

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December 12, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RICARDO MARTINEZ-CID, P.A.

SUBJECT: LUPINE MIAMI INVESTMENTS, LLC
REF: W19000107441

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.

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

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) 245-6052.

Jessica A Fason
Regulatory Specialist II

FAX Aud. #: H19000352459
Letter Number: 719A00025226

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

LUPINE MIAMI INVESTMENTS, LLC

ARTICLES OF ORGANIZATION OF FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Florida Limited Liability Company is:

LUPINE MIAMI INVESTMENTS, LLC, hereinafter designated the "Limited Liability Company."

ARTICLE II - Address:

The mailing address and the street address of the principal office of the Limited Liability Company is:

LUPINE MIAMI INVESTMENTS, LLC
13499 Biscayne Boulevard
Penthouse #1714
North Miami, Florida 33181.

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida address of the registered agent of the Limited Liability Company is:

Gil Guadalpi,
of 13499 Biscayne Boulevard
Penthouse #1714
North Miami, Florida 33181.

Ricardo Martinez-Cid, P.A.
2250 SW 3 Arvenue, Suite 203
Miami, Florida 33129-2023
Telephone # (305) 632-1950
Facsimile # (305) 854-9788

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

Having been named as registered agent and to accept service of process for the 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 as provided in Chapter 605, Florida Statutes.


Gil Guadalpi

ARTICLE IV - Management:

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE V - Initial Managers and Officers:

The Limited Liability Company will initially have two (2) managers. The number of managers may either increase or diminish from time to time, as established by the Members, as provided in the Regulations adopted by the Limited Liability Company, but will never be less than one (1). The initial managers of the Limited Liability Company are Lucien Pillah-Neipal, who will also serve as President, Secretary and Treasurer, of 49 Residence Commerciale Quartier D'Orlean, Le Spring, FW 97150 FW, and Gil Guadalpi, who will also serve as Vice-President, of 13499 Biscayne Boulevard, Penthouse #1714, North Miami, Florida 33181.

Ricardo Martinez-Cid, P.A.
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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

ARTICLE VI - Scope of Managers' Authority:

The Manager-President and Manager-Vice-President of the Limited Liability Company, may by his/her sole signature, alone or joined by the other Manager, exercise the broadest powers granted by law, including, without limitation, except as may be otherwise limited by law, the power and authority to buy, develop, manage, sell, lease, rent, pledge, mortgage, transfer, exchange, convert, partition, and otherwise dispose of, and grant options with respect to, any and all property at any time owed by the Limited Liability Company or in or to which the Limited Liability Company may have an interest and/or claim, or any interest therein; and any sale may be a public or private sale for cash or for credit, with or without security; all for such purposes, at such times, and upon such terms as the Manager, may by his/her sole signature, alone or joined by other Managers, if any, determine. No transferee, lender, or other person will be bound to see to or be liable for the application of the proceeds of any transaction with a Manager of this Limited Liability Company. The powers and authority herein described are not in limitation of any powers otherwise conferred upon a Manager of this Limited Liability Company by law. Subject to and as provided above, the President, Vice-President, Secretary and Treasurer of the Limited Liability Company will have duties similar to those found in a Florida corporation. Nevertheless, it is expressly provided that only the President and the Vice-President may, by their sole signature, lease for a term of more than one year, transfer, hypothecate, mortgage, or otherwise deal with real estate owned by the Limited Liability Company real estate.

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- FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

ARTICLE VII - Transferability of Member's Interest:

No member will have the right to assign the member's interest in the Limited Liability Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee will have no right to become a member, to participate in the elections of the managers of the Limited Liability Company or to exercise any other rights or powers of a member. The assignee will merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE VIII - Nature of Business and Purpose:

The Limited Liability Company is organized to purchase, develop and manage quality South Florida real estate, and for all other lawful businesses.

ARTICLE IX. Beginning of Limited Liability Company Existence:

The Limited Liability Company's existence will begin effective as of five (5) days before the date this Articles of Organization are filed with the Florida Secretary of State.

ARTICLE X - Duration:

The duration of the Limited Liability Company will be perpetual, unless the Limited Liability Company dissolves in accordance with the provisions of the Limited Liability Company's Regulations of these Articles of Organization.

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

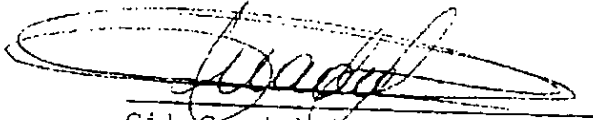
ARTICLE XI - Dissolution:

The Limited Liability Company will be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Limited Liability Company for any reason, unless the business of the Limited Liability Company is continued by the written consent of all the remaining members of the Limited Liability Company within thirty (30) days after any of these events.

ARTICLE XII - Percentage Interest: Membership Certificate:

The profits and losses of the Limited Liability Company will be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which will be equal to the number of Units owned by a member divided by the total number of the Units owned by all members), unless otherwise provided in the Regulations of the Limited Liability Company. A member's interest in the Limited Liability Company may be evidenced by a Membership Certificate issued by the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization, this December 16, 2019, and, under the penalties of perjury, the undersigned affirm that the facts stated herein are true.



Gil Guadalupe

(In accordance with section 605.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

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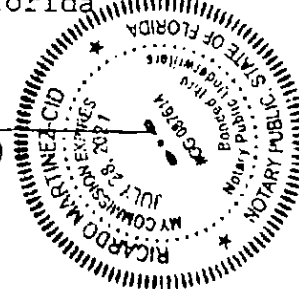
MIAMI-DADE COUNTY)
CITY OF MIAMI) S.S.
STATE OF FLORIDA)

I HEREBY CERTIFY that on this day, Gil Guadalpi, appeared before me, under oath, and he acknowledged before me that he executed the foregoing document, for the purposes therein expressed, and he is either known to me or produced his Florida driver's license, for identification purposes.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Miami, Florida, on this December 16, 2019.

Notary Public / State of Florida

(Name of Notary Public)



Ricardo Martinez-Cid, P.A.
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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

**LUPINE MIAMI INVESTMENTS, LLC
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**


1. The name of the Florida Limited Liability Company is:

LUPINE MIAMI INVESTMENTS, LLC, hereinafter
designated the "Limited Liability Company."

4. The name and the Florida street address of the registered
agent of the Limited Liability Company is:

Gil Guadalpi,
13499 Biscayne Boulevard
Penthouse #1714
North Miami, Florida 33181.

*Having been named as registered agent and to accept service of
process for the 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 as
provided in Chapter 605, Florida Statutes.*


Gil Guadalpi

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

STATEMENT OF AUTHORITY

I, **GIL GUADALPI**, as Vice President and Manager of **LUPINE MIAMI INVESTMENTS, LLC**, a Florida limited liability company (the "Company"), and pursuant to Florida Statutes §605.0302(1) do hereby submit the following Statement of Authority:

1. the name, street and mailing address and Florida Document Number of the limited liability company as appears on the records of the Florida Department of State, Division of Corporations are as follows:

a. Name: **LUPINE MIAMI INVESTMENTS, LLC**,
a Florida limited liability company

b. Principal Address: 13499 Biscayne Boulevard
Penthouse #1714
North Miami, Florida 33181.

c. Mailing Address: 13499 Biscayne Boulevard
Penthouse #1714
North Miami, Florida 33181.

2. this Statement of Authority grants or sets limitations of authority on all persons or entities having the statute or position of a person in a company, whether as a member, transferee, manager, officer or otherwise, or to a specific person on the following:

a. **GIL GUADALPI**, as Manager and Vice President of the Company is hereby authorized to execute any instrument, deed, or conveyance transferring real property held in the name of the Company; and,

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

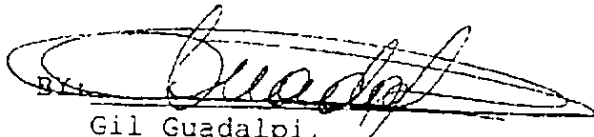
FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3

- b. **GIL GUADALPI**, as Manager and Vice President of the Company is hereby authorized to enter into other transactions on behalf of, or otherwise act for or bind, the Company, including but not limited to the entering into any contract, lease, and any document necessary to obtain a loan in the name of the Company; and,
3. the foregoing Statement of Authority is outstanding and has not been modified or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and seal as Manager of LUPINE MIAMI INVESTMENTS, LLC, a Florida limited liability, this December 16, 2019.

LUPINE MIAMI INVESTMENTS, LLC

(COMPANY SEAL)


BY: Gil Guadalpi,
as Manager, Vice President
and Individually

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H19000352459 3