

Florida Department of State

Division of Corporations
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FLORIDA LIMITED LIABILITY CO.

Calta Construction, LLC

Certificate of Status	0
Certified Copy	1
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2020 MAY -6 PM 4:41

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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FILED

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2020/4/10
JSL

ARTICLES OF ORGANIZATION
OF
Calta Construction, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 605 hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE 1- NAME

The name of the limited liability company shall be: Calta Construction, LLC

ARTICLE 2 – ADDRESS

The principal and mailing address shall be: 6356 Manor lane Ste. 106, Miami, FL 33143

ARTICLE 3 – EFFECTIVE DATE

These articles of Organization shall be effective immediately upon approval by the Secretary of State, State of Florida.

ARTICLE 4 – DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Article of Organization.

ARTICLE – 5 PURPOSE AND POWERS

The general purpose for which the Company is organized is to engage in any and other lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

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CLERK OF DISTRICT COURT
JANET L. HARRIS
CLERK OF DISTRICT COURT

ARTICLE 6 – REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Company is:

175 Fontainebleau Blvd. Ste. 1-B, Miami, FL 33172

The name of the registered agent of this Company is: Allan Doyle, CPA

ARTICLE 7 – MANAGEMENT

The Manager of the Company shall be:

Operating Manager: Ignazio B. Caltagirone

Whose addresses shall the same be as posted in Article 11.

ARTICLE 8 – ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations 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 the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 9 – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

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ALLAN DOYLE C.P.A., P.A.
VENICIA@ATT.NET
175 FONTAINEBLEAU BLVD. STE. 1-B, MIAMI, FL 33172
(305) 221-8774- FACSIMILE (305) 221-6997

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ARTICLE 10- INDEMNIFICATION

The company shall indemnify a director or member of the Company who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or member was a party because the director is or was a director or member is or was a director or member of the Company against reasonable attorney fees and expenses incurred by the director or member in connection with the proceeding. The Company may indemnify an individual made a party to a proceeding because the individual is or was a director, member, employee or agent of the Company against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, member employee or agent, as the case may be, is permissible in the circumstances because that director, member, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, members, employees and agents of the Company shall apply when such persons are serving at the Company's request while a director, member, employee or agent of the Company, as the case may be, as a director, member, partner, trustee, employee or agent of another foreign or domestic Company, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Company. The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, member, employee or agent of the Company who is party to a proceeding in advance of final disposition of the proceeding. The Company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, member, employee or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability under the law. All reference in these Articles of Organization are deemed to include any amendment of successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, member, employee or agent of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expensed shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "director", "member", "employee" and "agent" shall include the heirs- estates executors, administrators and personal representatives of such persons.

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 FILED
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ARTICLE 11 - MEMBERS

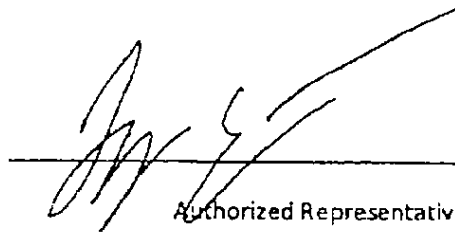
The Managers of the Company shall be selected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with laws or these Articles of Organization. The name and address of the member(s) of the company are:

Ignazio B. Caltagirone, Optg Mngr.-1432 Blue Road, Coral Gables 33146

Gaetano Caltagirone- 6060 SW 79th St. Miami, FL 33134

Gabriela Venegas- 6550 NW 170th Ter. Miami, FL 33015

IN WITNESS THEREOF, The undersigned, an authorized representative of the member(s), has made and subscribed these Articles of Organization at Miami, Florida, for the foregoing uses and purposes, this day of May 4th, 2020



Authorized Representative of the Members

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JACQUES C. JACQUES
ALL AMERICAN FLORIDA

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF ORGANIZATION

Allan Doyle, CPA, having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 605 Florida Statutes and other applicable Florida Statutes.

By: _____

A handwritten signature in dark ink, appearing to be "Allan Doyle", is written over a horizontal line. The signature is stylized with some loops and a prominent crossbar.

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SECRETARY OF STATE
TALLAHASSEE FL 32399

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