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## FLORIDA LIMITED LIABILITY CO.
## LOVELAND DEVELOPMENT, LLC

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**ARTICLES OF ORGANIZATION OF**
**LOVELAND DEVELOPMENT, LLC**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, Florida Statute 605 - Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I**
**NAME AND PRINCIPAL PLACE OF BUSINESS**

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The name of the limited liability company shall be **LOVELAND DEVELOPMENT, LLC**, and its principal office and mailing address shall be located at 1600 NE 1st Ave, Apt. 3718, Miami, FL 33132, 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.

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



Prepared by: Andrew Cuevas, Esq., Florida Bar No.: 992569, Law Offices of Cuevas, Garcia & Torres, P.A., 7300 North Kendall Drive, Suite 680, Miami, FL 33156; Phone (305) 461-9500; Fax (786) 362-7127

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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.

## 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 Manager shall be as follows:

Names and Addresses:

Manager – Pablo Arce located at 1600 NE 1st Ave, Apt. 3718, Miami, FL 33132.







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**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.

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**ARTICLE VI**
**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 VII**
**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 authorized members.



Prepared by: Andrew Cuevas, Esq., Florida Bar No.: 992569, Law Offices of Cuevas, Garcia & Torres, P.A., 7300 North Kendall Drive, Suite 680, Miami, FL 33156; Phone (305) 461-9500; Fax (786) 362-7127

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ARTICLE VIII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name of the company's initial registered agent is Cuevas, Garcia & Torres, P.A., located at 7300 North Kendall Drive, Suite 680, Miami, FL 33156, County of Miami-Dade.

The undersigned, being the registered agent of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **LOVELAND DEVELOPMENT, LLC**.

Executed by the undersigned at 7300 North Kendall Drive, Suite 680, Miami, FL 33156, November 23, 2021.

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______________________________
Andrew Cuevas, Esq., authorized representative

The foregoing instrument was acknowledged before me this November 23, 2021 by Andrew Cuevas, Esq. of Cuevas, Garcia & Torres, P.A., on behalf of **LOVELAND DEVELOPMENT, LLC**, a limited liability company. He is personally known to me or has produced ______________ as identification.

______________________________
[Notary's signature]

My commission expires: ______________

EDITH TAYLOR
MY COMMISSION EXPIRES
DECEMBER 30, 2023
#GG 932170
Bonded thru Notary Public Underwriters
STATE OF FLORIDA



Prepared by: Andrew Cuevas, Esq., Florida Bar No.: 992569, Law Offices of Cuevas, Garcia & Torres, P.A.,
7300 North Kendall Drive, Suite 680, Miami, FL 33156; Phone (305) 461-9500; Fax (786) 362-7127

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## Statement Designating Registered Agent And Office.

State of Florida ]

County of Miami-Dade ]

Pursuant to the provisions of Sections 605.0113 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **LOVELAND DEVELOPMENT, LLC.**

The name of the registered agent for **LOVELAND DEVELOPMENT, LLC,** is Cuevas, Garcia & Torres, P.A., and the street address of the company's registered agent is located is at 7300 North Kendall Drive, Suite 680, Miami, FL 33156.

This statement is to acknowledge that, as indicated above, **LOVELAND DEVELOPMENT, LLC,** has appointed me, Cuevas, Garcia & Torres, P.A., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: November 23, 2021

Andrew Cuevas, Esq., authorized representative

The foregoing instrument was acknowledged before me this November 23, 2021 by Andrew Cuevas, Esq. of Cuevas, Garcia & Torres, P.A., as agent on behalf of **LOVELAND DEVELOPMENT, LLC,** a limited liability company. He is personally known to me or has produced _________ [type of identification] as identification.

Signature of Notary

My commission expires:

EDITH TAYLOR
MY COMMISSION EXPIRES DECEMBER 30, 2023
#GG 932170
Bonded thru Notary Public Underwriters
NOTARY PUBLIC, STATE OF FLORIDA



Prepared by: Andrew Cuevas, Esq., Florida Bar No.: 992569, Law Offices of Cuevas, Garcia & Torres, P.A., 7300 North Kendall Drive, Suite 680, Miami, FL 33156; Phone (305) 461-9500; Fax (786) 362-7127

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