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OFFICE USE ONLY (Document #)

LAZARD'S CORPORATE INDUSTRIES, INC.

(Requestor's Name)

890 S.W. 87 AVENUE #10

(Address)

MIAMI, FLORIDA 33174 (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

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DIVISION OF CORPORATIONS  
95 APR 10 PM 2:36

(904) 385-6735

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. INTERAMERICAS APPAREL OF MIAMI, L.C.  
(Corporation Name) (Document #) 100001455571  
-04/13/95--01021--019
2. \_\_\_\_\_  
(Corporation Name) (Document #) \*\*\*\*490.00 \*\*\*\*92.50
3. \_\_\_\_\_  
(Corporation Name) (Document #) 100001455571  
-04/13/95--01021--019
4. \_\_\_\_\_  
(Corporation Name) (Document #) \*\*\*\*490.00 \*\*\*\*245.00

☒ Walk in

☒ Pick up time 2:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W95-6374  
1127

KAN 3-22

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 22, 1995

LAZARUS CORPORATE INDUSTRIES, INC.  
890 S.W. 87TH AVENUE  
#16  
MIAMI, FL 33174

SUBJECT: INTERAMERICAS APPAREL OF MIAMI, L.C.  
Ref. Number: W95000006374

We have received your document for INTERAMERICAS APPAREL OF MIAMI, L.C. and check(s) totaling \$490.00. However, your check(s) and document are being returned for the following:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens  
Document Specialist

Letter Number: 795A00012943

ARTICLES OF ORGANIZATION

OF

INTERAMERICAS APPAREL OF MIAMI, L.C.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 APR 10 PM 2:36

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the Limited Liability Company is:

INTERAMERICAS APPAREL OF MIAMI, L.C.

ARTICLE II - DURATION

The period of duration of the Limited Liability Company shall be from the date of filing until the first to occur of the following:

- i) Thirty (30) years from the date of filing of these Articles of Organization with the Department of State, or
- ii) Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act.

ARTICLE III - PURPOSES AND POWERS

The purpose for which the Limited Liability Company is organized is to engage in any and all business and activities permitted by the laws of the State of Florida.

The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

ARTICLE IV - ADDRESS OF PLACE OF BUSINESS

The address of the place of business in Florida for the Limited Liability company is:

6561 N.W. 87 Avenue, Miami, Florida 33166

ARTICLE V - REGISTERED AGENT

The name and address for the initial registered agent in Florida for the Limited Liability Company is:

Raul D. Cabrera, Esq.  
4201 N.W. 11 Street  
Miami, Florida 33134

ARTICLE VI - CAPITAL CONTRIBUTIONS

The total amount of cash and a description of the agreed value of property other than cash contributed to the Limited Liability Company are as follows: One Thousand and 00/XX Dollars / \$1,000.00) in cash and no other property is being contributed to the Limited Liability Company.

ARTICLE VII - ADDITIONAL CONTRIBUTIONS

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events or happening of which, that shall be made, are as follows: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon majority agreement by the members of the Limited Liability Company.

#### ARTICLE VIII - ADDITIONAL MEMBERS

Members may admit additional members upon majority agreement of the then existing members.

#### ARTICLE IX - CONTINUITY OF BUSINESS

Upon death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the business of the Limited Company shall not be continued and the Limited Company shall be dissolved unless there is obtained the consent of all the remaining members of the Limited Liability Company.

#### ARTICLE X - MANAGEMENT

The Limited Liability company is to be managed by a manager or managers in accordance with regulations adopted by the members for the management of the business and affairs of the Limited Liability Company. These regulations may contain any provisions for the regulation and management of the affairs of the Limited Liability company not inconsistent with law or these Articles of Organization. The names and addresses of the individuals who are to serve as managers until the first annual meeting of members or until their successors are elected and qualified are as follows:

Dennis Griffis  
6561 N.W. 87 Avenue  
Miami, Florida 33166

John D. McKelvey  
6561 N.W. 87 Avenue  
Miami, Florida 33166

Mario Aedo  
6561 N.W. 87 Avenue  
Miami, Florida 33166

Lan Lam  
6561 N.W. 87 Avenue  
Miami, Florida 33166


Andrew Colagero  
6561 N.W. 87 Avenue  
Miami, Florida 33166

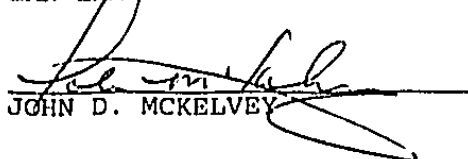
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Miami, Florida, for the foregoing uses and purposes therein described this 13th day of February, 1995.

  
DENNIS GRIFFIS

  
MARIO AEDO

  
LAN LAM


  
ANDREW COLAGERO  
CALOGERO

  
JOHN D. MCKELVEY

STATE OF FLORIDA     )  
                                  SS  
COUNTY OF DADE     )

Before me personally appeared Dennis Griffis, Mario Aedo, John D. McKelvey, Lan Lam and Andrew Colagero, to me well known to be the organizer(s) of the above limited liability company and who subscribed the above Articles of Organization, and they each freely and voluntarily acknowledge before me according to law that they made the same for the uses and purposes mentioned and set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 13th day of February, 1995.

  
Notary Public, State of Florida  
My Commission Expires:




OFFICIAL SEAL  
RAUL D. CABRERA  
My Commission Expires  
March 24, 1996  
Comm. No. CC 188805

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ACCEPTANCE BY REGISTERED AGENT 95 APR 10 PM 2:36

The undersigned, being the person named in the Articles of Organization of INTERAMERICAS APPAREL OF MIAMI, L.C., as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company and accepts the obligations set forth by Florida Statutes Section 608.415.

  
\_\_\_\_\_  
RAUL D. CABRERA, ESQ.  
Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

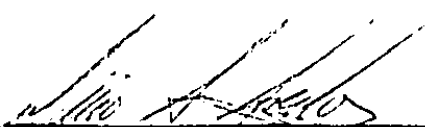
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The undersigned member or authorized representative of a member of \_\_\_\_\_

INTERAMERICAN APPAREL OF MIAMI, INC. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 5,000.00 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 5,000.00 . This total includes amounts from 2 and 3 above.

  
Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)