

L96000000306

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Client wanted to start
after 2:00 PM
OK

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	3/8		
TIME	9:00		CK No. _____
BY	DS		

WALK-IN
Will Pick Up _____

RE: *Menocal + FIVE DC*

96 MAR 18 PM 1:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☐ Capital Express™	
☒ Art. of Inc. File <i>L.C.</i>	
☐ Corp. Record Search	
☐ Ltd. Partnership File	
☐ Foreign Corp. File	
☒ () Cert. Copy(s)	
☐ Art. of Amend. File	
☐ Dissolution/Withdrawal	
☐ C U S-	
☐ Fictitious Name File	
☐ Name Reservation	
☐ Annual Report/Reinstatement	
☐ Reg. Agent Service	
☐ Document Filing	
☐ Corporate Kit	
☐ Vehicle Search	
☐ Driving Record	
☐ Document Retrieval	
☐ UCC 1 or 3 File	
☐ UCC 11 Search	
☐ UCC 11 Retrieval	
☐ File No.'s. _____ Copies	
☐ Courier Service	
☐ Shipping/Handling	
☐ Phone () _____	
☐ Top Priority	
☐ Express Mail Prep.	
☐ FAX () _____ pgs.	

SUBTOTALS _____

FEE.....	300001749929
	-03/19/96--01138--011
DISBURSED.....	****337.50 ****337.50
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF ORGANIZATION
OF**

MENOCAL & SCHUDER, L.C.

a Florida Limited Liability Company

FILED

96 MAR 18 PM 1:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXPIRATION DATE

3-11-96

THE UNDERSIGNED hereby certify that we have associated ourselves together for the purpose of becoming 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. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company (the "company") shall be **MENOCAL & SCHUDER, L.C.**

**ARTICLE II
PURPOSE**

The purpose is to engage in all lawful activity.

**ARTICLE III
DURATION**

The company shall exist until the earlier of the date not exceeding 50 years from the date of filing with the Department of State or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE IV
PLACE OF BUSINESS IN THE STATE**

The mailing address and principal place of business of the company in the State of Florida shall be:

One S.E. Third Avenue
Suite 1980
Miami, Florida 33131

**ARTICLE V
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT**

The address of the initial registered agent and the initial registered office of the company is:

AMKGS Registered Agents, Inc.
1980 SunTrust International Center
One S.E. Third Avenue
Miami, Florida 33131

**ARTICLE VI
TRANSFERABILITY OF MEMBER'S INTEREST**

A member's interest in the company shall not be transferred unless the transfer is made pursuant to the provisions of the Company's regulations.

**ARTICLE VII
MANAGEMENT**

The management of the Company is reserved to the members. The name of the managing members and their addresses are:

Ofelia Garcia Menocal Brito
c/o One S.E. Third Avenue
Suite 1980
Miami, Florida 33131

Ofelia M. Schuder
c/o One S.E. Third Avenue
Suite 1980
Miami, Florida 33131

**ARTICLE VIII
CONTINUATION OF BUSINESS OPERATIONS**

The company shall be dissolved upon the 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 a limited liability company, unless the business of the company is continued by the consent of all of the remaining members.

**ARTICLE IX
EFFECTIVE DATE**

Pursuant to F.S. 608.409(1), corporate existence shall begin on March 11, 1996.

IN WITNESS WHEREOF, the undersigned member of MENOCAL & SCHUDER, L.C. has executed these Articles of Organization this 11 day of March, 1996.


Arturo J. Aballi, Jr.

AFFIDAVIT OF MEMBER

FILED

96 MAR 18 PM 1:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF DADE

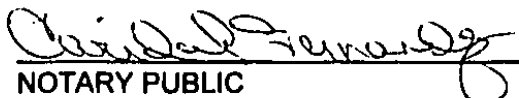
The undersigned member of **MENOCAL & SCHUDER, L.C.** duly sworn states:

1. There are at least two members of this limited liability company.
2. The amount of cash contributed by the members is \$850.00 and property consisting of claims, the agreed value of which is to be determined by a court of competent jurisdiction.

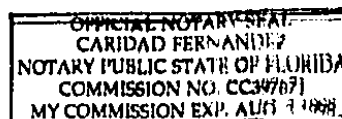
AMKGS REGISTERED AGENTS, INC.

By: 
Arturo J. Aballi, Jr.
President

SWORN TO BEFORE ME on this 15th day of March, 1996.


NOTARY PUBLIC

My Commission Expires:



CERTIFICATE OF REGISTERED AGENT

FILED

OF

96 MAR 18 PH 1:45

MENOCAL & SCHUDER, L.C.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

a Florida Limited Liability Company

Pursuant to Chapter 608 of the Florida Statutes, the following is submitted, in compliance with said Act:

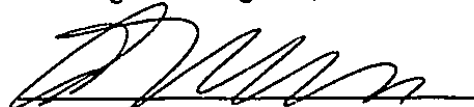
That MENOCAL & SCHUDER, L.C. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization at the City of Miami, County of Dade, State of Florida, has named AMKGS Registered Agents, Inc. of 1980 SunTrust International Center, One Southeast Third Avenue, Miami, Florida 33131, as its agent to accept service of process with this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 15th day of March, 1996.

AMKGS Registered Agents, Inc.

By: 

Arturo J. Aballi, Jr.
President