

L96000000479

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

000001804770
-05/02/96--01044--007
****337.50 ****337.50

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

1. Don Alberto Cigars, L.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input 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

Examiner's Initials

ARTICLES OF ORGANIZATION
OF

Don Alberto Cigars, L.C.

FILED

93 APR 29 PM 3:57

We, the undersigned as organizers of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

ARTICLE I - NAME

The name of the limited liability company is Don Alberto Cigars, L.C..

ARTICLE II - DURATION

The period of duration of this limited liability company shall be 30 Years from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The address of the principal office of this limited liability company is Suite 215, 540 Brickell Key Drive, Miami, Florida 33131, and the mailing address shall be the same.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of the initial registered agent within Florida is Filings, Inc., a Florida corporation, and the street address is 3732 Northwest 16th Street, Fort Lauderdale, Florida 33311.

ARTICLE V - MEMBERS

This limited liability company has four (4) members whose names and addresses are:

Alberto Lamadrid
Suite 215, 540 Brickell Key Drive
Miami, Florida 33131

Stan Baumann
Suite 215, 540 Brickell Key Drive
Miami, Florida 33131

Richard Van Buskirk
Suite 215, 540 Brickell Key Drive
Miami, Florida 33131

Michael Baumann
Suite 215, 540 Brickell Key Drive
Miami, Florida 33131

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

ARTICLE VI - MANAGEMENT

The management of the company is reserved to the members of the company, in proportion to their

contributions to the capital of the limited liability company. The power to adopt, alter, ammend or repeal the regulations of this limited liability company shall be vested in the members of the company.

The names and addresses of the managing members are:

Alberto Lamadrid
Suite 215, 540 Brickell Key Drive
Miami, Florida 33131

Stan Baumann
Suite 215, 540 Brickell Key Drive
Miami, Florida 33131

ARTICLE VII - CONTRIBUTION

The initial capital contribution and the amount of cash contributed is \$ 1,000.00, and a description of property other than cash contributed by members is:

None

The agreed value of the contributed property is \$1,000.00.

The total amount of cash or property anticipated to be contributed by members is \$2,000.00 This total includes amounts from cash contributions and the agreed value of the property contributed.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Organization on this 29th day of April 1996.

Filings, Inc.
by Teresa Roman, Vice-President

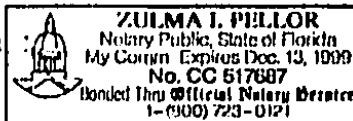
Teresa Roman
Incorporator

STATE OF FLORIDA
COUNTY OF LEON

Before me appeared Teresa Roman, Vice-President of Filings, Inc., a Florida Corporation, who, on behalf of the corporation executed the foregoing Articles of Organization. The above named officer is personally known to me and did not take an oath.

Zulma Pellor
Zulma Pellor
Notary Public,
State of Florida

My Commission Expires:
Commission Number:



Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Don Alberto Cigars, L.C. , desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Teresa Roman
Teresa Roman, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Don Alberto Cigars, L.C., deposes and says:

1. The above named limited liability company has at least two (2) members.

2. The total amount of cash contributed by the members is \$ 1,000.00.

3. / If any, the agreed value of property other than cash contributed by members is \$ 1,000.00. A description of the property is as follows:

None

4. The total amount of cash or property anticipated to be contributed by members is \$ 2,000.00. This total includes amounts from 2 and 3 above.

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman
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.

FILED
96 APR 29 PM 3:57
TALLAHASSEE, FLORIDA

L96000000479



ACCOUNT NO. : 072100000032

REFERENCE : 468503 4346978

AUTHORIZATION :

Patricia Kyjick

COST LIMIT : \$ 87.50 105.00

ORDER DATE : July 21, 1997

ORDER TIME : 9:42 AM

ORDER NO. : 468503-005

CUSTOMER NO: 4346978

300002242733--7

CUSTOMER: Carmen A. Accordino, Esq
Schantz Schatzman & Aaronson,
Suite 1050
200 South Biscayne Boulevard
Miami, FL 33131-2394

name
Change
L.L.C.

DOMESTIC AMENDMENT FILING

NAME: DON ALBERTO CIGARS, L.C.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

Name	Don
Availability	7/22/97
Document	
Update	
Verify	
W.P. Verifier	

FILED
97 JUL 20 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUL 21 AM 11:28
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

DON ALBERTO CIGARS, L.C.

Original file date 4-29-96

FILED
97 JUL 21 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

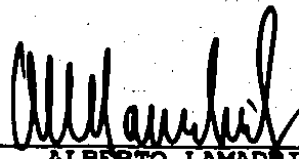
1. ARTICLE I of the Articles of Organization of DON ALBERTO CIGARS, L.C., is hereby amended to read as follows:

"ARTICLE I - NAME

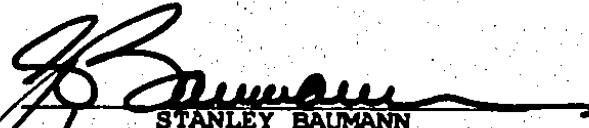
The name of this limited liability company is D. ALBERTO ENTERPRISES, L.C."

2. The foregoing Amendment was adopted by all members of this limited liability company on July 17, 1997.

IN WITNESS WHEREOF, the undersigned members of this limited liability company have executed these Articles of Amendment as of this 17 day of July, 1997.



ALBERTO LAMADRID



STANLEY BAUMANN


RICHARD VAN BUSKIRK


MICHAEL BAUMANN

STATE OF FLORIDA

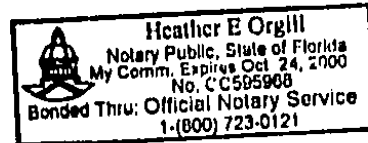
)
:SS.:
)

COUNTY OF DADE

SWORN TO AND SUBSCRIBED before me this 17 day of July, 1997,
by ALBERTO LAMADRID.

Heather E. Orgill
Heather E. Orgill, NOTARY PUBLIC
PRINT, TYPE OR STAMP NAME OF NOTARY

Personally known ✓
or Produced Identification _____
Type of Identification Produced _____



STATE OF FLORIDA

)
:SS.:
)

COUNTY OF DADE

SWORN TO AND SUBSCRIBED before me this 17 day of July, 1997,
by STANLEY BAUMANN.

Heather E. Orgill
Heather E. Orgill, NOTARY PUBLIC
PRINT, TYPE OR STAMP NAME OF NOTARY

Personally known ✓
or Produced Identification _____
Type of Identification Produced _____



STATE OF FLORIDA

)

:SS.:

COUNTY OF DADE

)

SWORN TO AND SUBSCRIBED before me this 17 day of July, 1997,
by RICHARD VAN BUSKIRK.

Heather E. Orgill

Heather E. Orgill NOTARY PUBLIC
PRINT, TYPE OR STAMP NAME OF NOTARY

Personally known ✓
or Produced Identification _____
Type of Identification Produced _____

STATE OF FLORIDA

)

:SS.:

COUNTY OF DADE

)

SWORN TO AND SUBSCRIBED before me this 17 day of July, 1997,
by MICHAEL BAUMANN.

Heather E. Orgill

Heather E. Orgill NOTARY PUBLIC
PRINT, TYPE OR STAMP NAME OF NOTARY

Personally known ✓
or Produced Identification _____
Type of Identification Produced _____

G:\ALBERTO\MIS\ARTAMENT\ART



L96000000479

ATTORNEYS AT LAW
FIRST UNION FINANCIAL CENTER
200 SOUTH DISCAYNE BOULEVARD
SUITE 1050
MIAMI, FLORIDA 33134-2394
TELEPHONE (305) 371-3100
TELECOPIER (305) 371-2024

October 9, 1997



Schantz
Schatzman &
Aaronson, P.A.

DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

0000023240810--6

-10/20/97-01085--001
****105.00 ****105.00

RE: D. Alberto Enterprises, L.C., formerly known as
Don Alberto Cigars, L.C.
(Our File No.: 29458.14)

FILED
OCT 20 PM 1:22
TALLAHASSEE, FLORIDA

Ladies and Gentlemen:

Enclosed are duplicate originals of the Articles of Dissolution of the captioned limited liability company, together with this Firm's check in the amount of \$105.00 to cover the \$52.50 filing fee, and \$52.50 for a certified copy of the Certificate of Dissolution. Please file same and return the certified copy to me, in the enclosed stamped, self-addressed envelope.

Thank you for your consideration in this matter.

Very truly yours,

SCHANTZ, SCHATZMAN & AARONSON, P.A.

CARMEN A. ACCORDINO

CAA/rp
Encls.

G:\ALBERTO\LTRASECSTATE.DIS

not marked
10/16/97
- WEA

Carmen A. Accordino
AUTHORIZATION BY PHONE TO
CORRECT Effective Date
DATE 10-21-97
DOC. EXAM. C. Mitchell

**ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY**

1. The name of the limited liability company is D. Alberto Enterprises, L.C., formerly
known as Don Alberto Cigars, L.C.

2. The effective date of the limited liability company's dissolution is October 20, 1997

3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy of 608.441 on back of cover letter).

Voluntary dissolution with written consent of all members.

4. **CHECK ONE :**

☐ All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-

☒ Adequate provision has been made for the debts, obligations and liabilities pursuant to 608.4421.

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

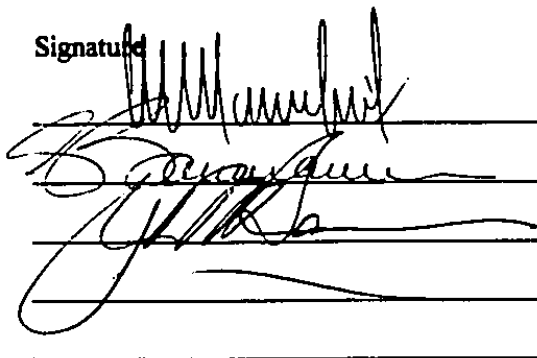
6. **CHECK ONE :**

☒ There are no suits pending against the company in any court.
-OR-

☐ Adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against it in any pending suit.

Signatures of all members :

Signature



Typed or Printed name

Alberto Lamadrid

Stan Baumann

Michael Baumann

Richard Van Buskirk

FILED
97 OCT 20 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATTORNEYS AT LAW
FIRST UNION FINANCIAL CENTER
200 SOUTH BAYVIEW BOULEVARD
SUITE 1600
MIAMI, FLORIDA 33131-3394
TELEPHONE: (305) 371-3100
TELETYPE: (305) 371-3004

October 9, 1997

Schantz
Schantz &
Aaronson, P.A.

DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6037
Tallahassee, Florida 32314

0000002710000-1
-10/21/97
FILED
OCT 20 PM 1:22
TALLAHASSEE, FLORIDA

RE:

D. Alberto Rodriguez, I.C. Spanish Issues, et al.
vs. Alberto Rodriguez, I.C.
(Our File No.: 20430.10)

Ladies and Gentlemen:

Enclosed are duplicate originals of the Articles of Dissolution of the captioned United Liability company, together with this Firm's check in the amount of \$165.00 to cover the \$22.50 filing fee, and \$22.50 for a certified copy of the Certificate of Dissolution. Please file same and return the certified copy to me, in the enclosed stamped, self-addressed envelope.

Thank you for your consideration in this matter.

Very truly yours,

SCHANZ, SCHRATZMAN & AARONSON, P.A.

Carmen A. Accornero

CARMEN A. ACCORNERO

CAA/vp
Eak.

041000000000000000

Reviewed
10/16/97
- [Signature]

Carmen A. Accornero
AUTHORIZATION BY PHONE TO
CORRECT Effective Date
DATE 10-21-97
DOC. NO. C. Mitchell

**ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY**

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Voluntary dissolution with written consent of all members.

4. CHECK ONE:

☐ All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-

☒ Adequate provision has been made for the debts, obligations and liabilities pursuant to 608.4431.

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

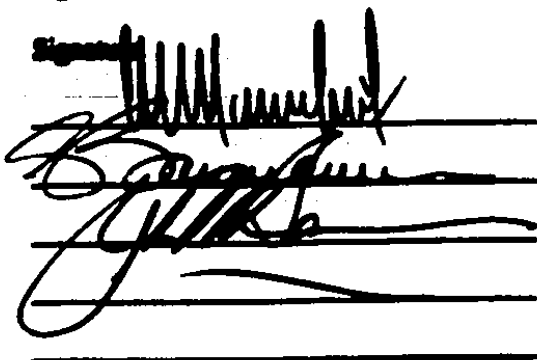
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Signatures of all members:

Signature



Typed or Printed name

Alberto Landrid

Stan Baumert

Michael Baumert

Richard Van Buskirk

FILED
97 OCT 20 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA