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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: HIGH THOUGHTS, L.L.C.

AUDIT NUMBER.....H97000001516

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 4

DEL.METHOD.. FAX

EST.CHARGE.. \$285.00

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:
HIGH THOUGHTS, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
520 Brickell Key Drive, Suite 0-305
Miami, Florida 33131

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:
Perpetual

ARTICLE IV - Management

(check and complete the appropriate statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Horacio Parra
Santiago Hernandez
Isaac Lee
Ricardo Gutierrez
Santiago Diaz

520 Brickell Key Drive
Suite 0-305
Miami Beach, Fl. 33131

Prepared by:

NICHOLAS STAMM
Fla. Bar No. 601222
Freeman Rutledge & Rader
520 Brickell Key Drive, 0-305
Miami, Florida 33131

(905) 374-2800

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of HIGH THOUGHTS, L.L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the members is \$ 10,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0
- 4) the amount of cash or property anticipated to be contributed by members is \$ 50,000.00
- 5) the total amounts of 2,3 and 4 is \$ 60,000.00



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.)

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:
HIGH THOUGHTS, L.L.C.
2. The name and address of the registered agent and office is:

Nicholas Stanham, Esq.
Florida Bar No. 0038822
Freeman Buttermen & Haber

520 Brickell Key Drive, Suite 0-305

Miami, Florida 33131

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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.


(SIGNATURE)

01-24-97
(DATE)

Filing Fee: \$35 for Designation of Registered Agent

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