

L97000000508

TRANSMITTAL LETTER  
FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: The Hidden Place, L.L.C.  
(Proposed limited liability company name - must include suffix)

100002171501--5  
-05/08/97--01100--001  
\*\*\*293.75 \*\*\*293.75

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit  
\$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

FROM: THE HIDDEN PLACE, L.L.C.  
Name (Printed or typed)

1092 SW 27th Ave.  
Address

Miami, Florida 33135  
City, State & Zip

305-644-0469 305-416-6565  
Daytime Telephone number

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97 MAY -8 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mc 5/12/97

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

NAMED  
THE HIDDEN PLACE, L.L.C.

ARTICLE I

The name of the Limited Liability Company is: The Hidden Place, L.L.C., referred to as the "the Company".

ARTICLE II

This Company is made and entered into as of the 1st day of May, 1997, between Mr. Jose Gomez, an individual, and Mr. Luis Rivero-Pedregal, an individual; referred to as the "Members", and individually as a "Member".

ARTICLE III

The mailing address and street address of the principal office of the Company is:

2152 SW 12th St., Miami, Florida 33135.

ARTICLES IV

The period of duration for the Company shall be:

The written consent of all the Members to dissolve the Company.

ARTICLES V

The Company is to be managed by the Members and the names and address of the managing Members are:

Jose Gomez      2152 SW 12th ST., Miami, Fl. 33135

Luis Rivero-Pedregal      2152 SW 12th St., Miami, Fl. 33135

ARTICLES VI

The business of the Company shall be as follow:

- a) to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Act.,

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- b) to exercise all other powers necessary to, or reasonably connected with Company's business which may be legally exercised by limited liability companies under the Florida Act., and
- c) to engage in all activities necessary, customary, convenient, or incident to any of the foregoing.

Principal Place of Business: The principal place of business of the Company is 1092 SW 27th Ave., Miami, Fl. 33135.

Registered Office and Agent: The registered office of the Company shall be 2152 SW 125h St., Miami, Fl. 33135, and the name of the registered agent is Mr. Luis Rivero-Pedregal.

#### ARTICLE VII

Liability: A member will not be personally liable for any debts or losses of the Company beyond its Capital Contribution, except as required by law.

#### ARTICLE VIII

The Company issued capital units in exchange for Capital Contributions, which represent the Members' Ownership interest in the Company.

<u>Name and address</u>	<u>Initial Capital contribution</u>	<u>Units</u>	<u>Percentage Interest</u>
Jose Gomez 2152 SW 12th St. Miami, Fl. 33135	\$ 1000	50	50%
Luis Rivero-Pedregal 2152 SW 12th St. Miami, Fl. 33135	\$ 1000	50	50%

IN WITNESS WHEREOF, the undersigned Members have duly executed this document the 1st day of May, 1997.

Jose Gomez  
Jose Gomez, an individual

Luis Rivero-Pedregal  
Luis Rivero-Pedregal, an individual

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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

THE HIDDEN PLACE, 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 member(s) is \$ 2,000 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ \_\_\_\_\_.  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ \_\_\_\_\_.
- 5) the total amounts of 2, 3 and 4 is \$ 2,000 .



\_\_\_\_\_  
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: THE HIDDEN PLACE, L.L.C.

\_\_\_\_\_

2. The name and address of the registered agent and office is:

Luis Rivero-Pedregal  
(NAME)

2152 SW 12th St.  
(P. O. Box NOT ACCEPTABLE)

Miami, Fl. 33135  
(CITY/STATE/ZIP)

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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)

5-1-197  
(DATE)

**Filing Fee: \$ 35 for Designation of Registered Agent**