

L99000000202

SPIEGEL & Ullera, P.A.

(Requestor's Name)

343 ALMERIA AVENUE

CORAL GABLES, FL 33134 - (305) 445-2700

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

1. **PLAZA DE ESPANA GOURMET FOODS, LC**

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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ASMP

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☐ Certificate of Status

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

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

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

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

Name	99-202
Availability	REI-B
Document	CR
Examiner	CR
Updater	CR
Inditor	CR
Verifier	CR
Acknowledgment	CR
W. P. Verifier	CR

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# **ARTICLES OF ORGANIZATION**

## **OF**

### **PLAZA DE ESPANA GOURMET FOODS, LC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

#### **ARTICLE 1 - NAME**

The name of the limited liability company shall be **PLAZA DE ESPANA GOURMET FOODS, LC**, ("Company") whose English translation is "Plaza of Spain Gourmet Foods, LC".

#### **ARTICLE 2 - ADDRESS**

The principal place of business of the Company in Florida shall be 100 Kings Point Drive, Unit #1004, North Miami, Florida 33160 and the mailing address shall be the same.

#### **ARTICLE 3 - EFFECTIVE DATE**

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 4 - DURATION**

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

#### **ARTICLE 5 - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to engage in food distribution and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.



**SPIEGEL & UTRERA, P.A.**

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## **ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Company is Spiegel & Utrera, P.A., at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Company is Spiegel & Utrera, P.A., 343 Almeria Avenue, Coral Gables, Florida 33134.

## **ARTICLE 7 - MANAGEMENT**

The Managers of the Company shall be:

Operating Manager: Serafina Atalaya  
Vice Operating Manager: Jesus M. Begines, Sr.  
Secretary: Jesus Mejias, Jr.  
Treasurer: Jesus Mejias, Jr.

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whose addresses shall be the same as the mailing address of the Company.

## **ARTICLE 8 - ADMISSION OF NEW MEMBERS**

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## **ARTICLE 9 - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.



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**ARTICLE 10 - MEMBERS**

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member(s) of the Company are:

Jesus M. Begines, Sr.  
100 Kings Point Drive, Unit #1004  
North Miami, Florida 33160

Serafina Atalaya  
100 Kings Point Drive, Unit #1004  
North Miami, Florida 33160

**IN WITNESS WHEREOF**, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Coral Gables, Florida, for the foregoing uses and purposes, this January 12, 1999.

Jesus M. Begines, Sr.  
Jesus M. Begines, Sr., Member

Serafina Atalaya  
Serafina Atalaya, Member

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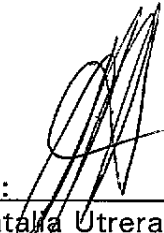
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF ORGANIZATION**

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

Spiegel & Utrera, P.A.

By:   
Natalia Utrera, Vice President

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF PLAZA DE ESPANA GOURMET FOODS, LC**

The undersigned member or authorized representative of a member of PLAZA DE ESPANA GOURMET FOODS, LC deposes and says:

1. the above named limited liability company has at least one member.
2. the total amount of contributions of the member(s) to PLAZA DE ESPANA GOURMET FOODS, LC is as follows:
  - 2.1 Cash: \$1,000.00
  - 2.2 Property: \$0.00  
A description of the property is attached and made a part hereof.
  - 2.3 Promissory Note: \$0.00
  - 2.4 Services Rendered: \$0.00
3. the total amount of other obligations to contribute to PLAZA DE ESPANA GOURMET FOODS, LC is as follows:
  - 3.1 Cash: \$0.00
  - 3.2 Property: \$0.00  
A description of the property is attached and made a part hereof.
  - 3.3 Services to be Performed: \$0.00

Jesus M. Begines, Jr.

Signature and printed name of 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.)

Jesus m. Begines, Sr.

Signature and printed name of 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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## PROPERTY EXHIBITS

Description of the Property Listed in 2.2 of the Affidavit of Membership and Contributions of PLAZA DE ESPANA GOURMET FOODS, LC is as follows:

none

Description of the Property Listed in 3.2 of the Affidavit of Membership and Contributions of PLAZA DE ESPANA GOURMET FOODS, LC is as follows:

none

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