

L 99000002946

SIEGEL & Urrera, P.A.
(Attorney's Name)

343 ALMERIA AVENUE

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

OFFICE USE ONLY

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

1. CHATEAU DUBAL L.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 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

Name Availability	
5/21/99	
OTHER FILINGS	
Document Examiner	Annual Report
Document Examiner	Fictitious Name
Document Examiner	Name Reservation
Document Examiner	W. P. Verifier
Acknowledgement	DCC
W. P. Verifier	DCC

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

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TALLAHASSEE FLORIDA
WLS/21

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****285.00 ****285.00

Examiner's Initials	
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990000011931



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 21, 1999

SPIEGEL & UTRERA, P.A.
343 ALMERIA AVENUE
CORAL GABLES, FL 33134

SUBJECT: CHATEAOU DUBAL L.L.C.
Ref. Number: W99000011931

We have received your document for CHATEAOU DUBAL L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Articles of Organization has not been sign by the proper people. Please have everyone sign and return to our office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 999A00028187

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99 MAY 21 PM 1:18
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF CHATEAOU DUBAL L.L.C.

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 **CHATEAOU DUBAL L.L.C.**, ("Company").

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 1730 West 32nd Place, Hialeah, Florida 33012 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.



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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:

Chief Executive Officer: Juan J. Abrales
Vice Operating Manager: Jeanette V. Rodriguez
Secretary: Juan J. Abrales
Treasurer: Kenneth Lane

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

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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

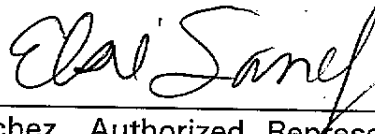
The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent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

Juan J. Abrales
10427 Southwest 147th Court
Miami, Florida 33196

Jeanette V. Rodriguez
10427 Southwest 147th Court
Miami, Florida 33196

Kenneth Lane
3620 Washington Lane
Cooper City, Florida 33026

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 May 20, 1999.



Elsie Sanchez, Authorized Representative of the
Members

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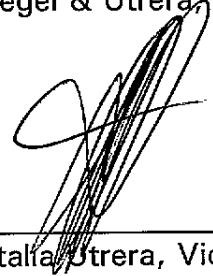
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION**

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

ARTLIMES

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF CHATEAOU DUBAL L.L.C.

The undersigned member or authorized representative of a member of CHATEAOU DUBAL L.L.C. 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 CHATEAOU DUBAL L.L.C. is as follows:

2.1 Cash: \$25,000.00

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 CHATEAOU DUBAL L.L.C. 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

Elsie Sanchez

Signature of a member or authorized representative

(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.)

Elsie Sanchez

Typed or printed name of above signee



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PROPERTY EXHIBITS

Description of the Property Listed in 2.2 of the Affidavit of Membership and Contributions of CHATEAOU DUBAL L.L.C. is as follows:

None

Description of the Property Listed in 3.2 of the Affidavit of Membership and Contributions of CHATEAOU DUBAL L.L.C. is as follows:

None

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