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## Florida Department of State

Division of Corporations

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## To:

Division of Corporations  
Fax Number : (850) 922-4003

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
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## LIMITED LIABILITY COMPANY

hollywood popcorn resort, LLC.

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**ARTICLES OF ORGANIZATION FOR FLORIDA  
LIMITED LIABILITY COMPANY**

**ARTICLE I - NAME**

The name of the Limited Liability Company is:

**HOLLYWOOD POPCORN RESORT, L.L.C.**

**ARTICLE II - ADDRESS**

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

609 North Ocean Drive - Hollywood, Fl 33019

**ARTICLE III - DURATION**

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

**ARTICLE IV - MANAGEMENT**

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

Nestor Alvarez - 15560 SW 62<sup>nd</sup> Street - Miami, Fl 33193

Raul Acosta - 685 Miller Drive #407 - Miami Springs, Fl 33166

**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be: N O N E

**ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolutions of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be: N O N E.

Prepared By:  
Heliodoro Palacios  
400 SW 107<sup>th</sup> Avenue, Ste 404  
Miami, Fl 33174

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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:

HOLLYWOOD POPCORN RESORT, L.C.

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

NESTOR ALVAREZ  
15569 SW 62nd STREET  
MIAMI, FL 33193

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.

Nestor Alvarez

Date

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of HOLLYWOOD POPCORN RESORT, 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 \$ 5,000.00.
- 3) If any, the agree value of property other than cash contributed by members is \$ N O N E. A descriptions of the property is attached and made a part of hereto.
- 4) The Total amount of cash or property anticipated to be contributed by members is \$10,000.00. This total includes amounts from 2 and 3 above.

Nestor Alvarez

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF MIAMI-DADE)

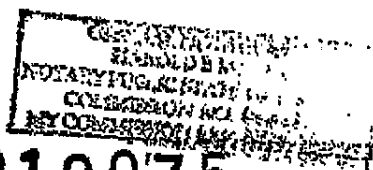
THE FOREGOING INSTRUMENT was acknowledged before me this 3rd days of August 1999 by NESTOR ALVAREZ of Hollywood Popcorn Resort, L.C. a Miami based limited liability corporation, on behalf of the limited liability corporation. He is personally known to me or has produced identification and did take an oath.

Type of identification produced: Driver License  
FLA A416-070-03-365-0

Harold B. Washburn  
Notary Public  
State of Florida - at Large

300 N. 107 Ave  
Aug. 2, 1999

My Commission expire:



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