

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L9900000 4751

First Foliage, L.C.

200002936152-2
-07/20/99--01043--019
*****285.00 *****285.00

1.100 1.1700
6-3-99

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- ☒ L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- ☒ Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 20, 1999

CAPITAL CONNECTION

SUBJECT: FIRST FOLIAGE, L.C.
Ref. Number: W99000016700

We have received your document for FIRST FOLIAGE, 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):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 599A00037143

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ARTICLES OF ORGANIZATION

OF

FIRST FOLIAGE, L.C.

I, THE UNDERSIGNED, WHO INTEND TO FORM AND CREATE A LIMITED LIABILITY COMPANY, AS DEFINED IN SECTION 608.402 (3) OF THE (REVISED OR CONSOLIDATED) STATUTES OF THE STATE OF FLORIDA, DO HEREBY STATE AND CERTIFY THE FOLLOWING:

FIRST: The name of the Limited Liability Company is **FIRST FOLIAGE, L.C.**

SECOND: The registered office of the company is located at 9815 Southwest 98th Street, Miami, Florida 33176, which is also the company's mailing address. Its initial registered agent is George Befeler, Esq., Lucio, Mandler et al., 701 Brickell Avenue, Suite 2000, Miami, FL 33131.

THIRD: The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Section 608.403 of the (Revised or Consolidated) Statutes of the State of Florida.

FOURTH: The company shall have a perpetual duration.

FIFTH: INDEMNIFICATION:

A. The company shall indemnify any person who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member or employee of the company, or is or was serving at the request of the company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all

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expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company, and, with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company.

B. The foregoing indemnification shall not apply in the case of action, suit or proceeding instituted by one or more members of the company, if the claim, matter or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnification and shall nonetheless apply if, in view of all the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties and amounts paid in settlement as determined by the court.


C. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative or investigative action, suit or proceeding (including all appeals) or threat thereof, may be paid by the company in advance of the final disposition of such action, suit or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall be ultimately determined that he or she is entitled to be indemnified by the company.

SIXTH: There shall be no initial contributions of cash.

SEVENTH: The company will have one manager who is to serve as manager until the first annual meeting of members or until their successors are elected and qualify. The manager's name and address is as follows:

Jose Garces
9815 Southwest 98th Street
Miami, Florida 33176

SUBSCRIBED this 13th day of July, 1999


GEORGE BEFELER
Authorized Representative and
Initial Registered Agent

ACCEPTANCE OF INITIAL REGISTERED AGENT

I HEREBY am familiar with and accept the duties and responsibilities as initial registered agent of First Foliage, L.C., a Florida Limited Liability Company.


GEORGE BEFELER
Initial Registered Agent

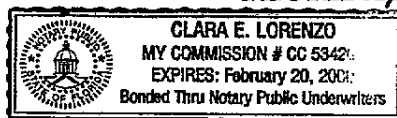
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

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TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 13th day of July, 1999 by George Befeler who did take an oath and who is personally known to me.


**NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE**

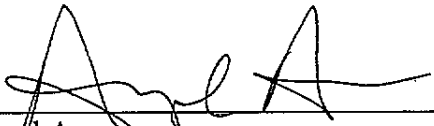
My commission expires:
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Affidavit

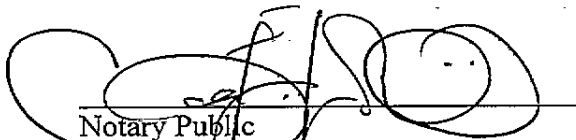
After being first duly sworn, the undersigned hereby deposes and says:

1. I am an authorized representative of First Foliage, L.C., the sole member of First Foliage L.C. shall be Jose Garces.
2. The total amount of cash contributed by the member is \$0.
3. No property other than cash is being contributed by member.
4. The total amount of cash or property anticipated to be contributed by member is 0.

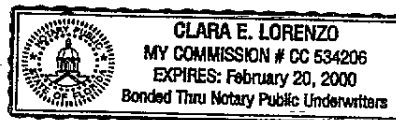


Angel Armas
Authorized Representative

SWORN TO BEFORE ME THIS 27th DAY of July
1999 by Angel Armas, a person well known to me
and who produced as identification the following document:



Notary Public
My Commission expires:



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