

11-04-1999 4:55AM

FROM TUCKER*TIGHE PA 9544677905

P. 2

Division of Corporations

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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

Jaramillo, Gutierrez & Associates, L.L.C.

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(850)487-6013 11/03/99 11:55 FI Dept of State p1 /1

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 3, 1999

TUCKER & TIGHE, P.A.

SUBJECT: JARAMILLO, GUTIERREZ & ASSOCIATES, L.L.C.
REF: W99000025335

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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) 487-6020.

Tammi Cline
Document Specialist

FAX Aud. #: H99000027879
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ARTICLES OF ORGANIZATION

JARAMILLO, GUTIERREZ & ASSOCIATES, L.L.C.

ARTICLE 1-Name:

The name of the Limited Liability Company shall be JARAMILLO, GUTIERREZ & ASSOCIATES, L.L.C.

ARTICLE II- Address:

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

14393 S.W. 142nd Street, Miami, FL 33186

ARTICLE III - Registered Agent:

The name and street address of the Limited Liability Company's initial Register Agent for service of process in this State is as follows: Jorge Laffitte, 14393 S.W. 142nd Street, Miami, FL 33186.

ARTICLE IV - Management:

The Limited Liability Company will be a manager-managed company and the name and address of the initial managers are:

Jorge Laffitte
14393 S.W. 142nd Street
Miami, FL 33186

Roberto Gutierrez
14393 S.W. 142nd Street
Miami, FL 33186

The managers may be changed, or additional managers may be added, as provided by the Operating Agreement.

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TALLAHASSEE, FLORIDA

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ARTICLE V - Members

The initial members of the Limited Liability Company are Roberto Gutierrez and Jorge Hernan Jaramillo, as to a 50% membership interest, and L & L Investment Group, Inc., a Florida corporation, as to a 50% membership interest.

ARTICLE VI - Transfer of Interests:

A Member may not assign or transfer his or her interest in the Company except as may be permitted by the Operating Agreement.

ARTICLE V - Members Rights to Continue Business:

The remaining members of the limited liability company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, the occurrence of any other event which terminates the continuing membership of a member in the limited liability company, subject to such provisions governing such event as may be set forth in the Operating Agreement.

L & L INVESTMENT GROUP, INC., a
Florida corporation, Initial Member

BY: George Laffitte
GEORGE LAFFITTE, President

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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TALLAHASSEE, FLORIDA

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FROM : L & L INVESTMENT GROUP INC. FAX NO. : 1 305 2320453
11-04-1999 0:45AM FROM TUCKER*TIGHE PA 9544677905

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P.2

**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 TO DESIGNATE A
REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF
FLORIDA.

1. The name of the limited liability company is:
JARAMILLO, GUTIERREZ & ASSOCIATES, L.L.C.
2. The name and the Florida street address of the
registered agent are:

Jorge Laffitte
14393 S.W. 142nd Street
Miami, FL 33186

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 as provided for in Chapter 608, F. S.


JORGE LAFFITTE

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TALLAHASSEE, FLORIDA