M01000000391

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: JECA LLC
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jesus M. Gonzalez
(Name of Person)

JeCA LLC
(Firm/Company)

2311 N. Hillsborough Ave.
(Address)

Tampa Fl. 33603
(City/State and Zip code)

01 FEB 21 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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-02/21/01--01086--001
****160.00 ****160.00

For further information concerning this matter, please call:

Sorelly Alfonzo at (813) 878-2466
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ❒ $70.00 Filing Fee
- ❒ $78.75 Filing Fee & Certificate of Status
- ❒ $78.75 Filing Fee & Certified Copy
- ❒ $87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. JECA LLC
(Name of foreign limited liability company)

2. Venezuela
(Jurisdiction under the law of which foreign limited liability company is organized)

3. ______________
(FEI number, if applicable)

4. 8/19/1987
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 2311 W. Hillsborough Ave Tampa Fl. 33603
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

Sorelly Alfonzo
2311 W. Hillsborough Ave Tampa Fl. 33603
Jesus M. Gonzalez
2311 W. Hillsborough Ave. Tampa Fl 33603

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: To mange Restaurant in Florida

____
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Jesus Gonzalez
Typed or printed name of signee

TALLAHASSEE ... 8: 22

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:

JECA L.L.C.

2. The name and the Florida street address of the registered agent and office are:

Luis A. Duperón
(Name)

9153 Camino Villa Blvd.
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tampa FL 33635
City/State/Zip

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..

(Signature)

01 FEB 21 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

\$ 100.00	**Filing Fee for Application**
\$ 25.00	**Designation of Registered Agent**
\$ 30.00	**Certified Copy (optional)**
\$ 5.00	**Certificate of Status (optional)**

MERCANTILE REGISTER I

OF THE JUDICIAL CIRCUNSCRIPTION OF THE FEDERAL DISTRICT AND MIRANDA STATE.

DOCTOR: AIDA M DE CASELLAS

FIRST ACCIDENTAL MERCANTILE REGISTRAR OF THE JUDICIAL CIRCUNSCRIPTION OF THE FEDERAL DISTRICT AND MIRANDA STATE. Certifies:

That the entry of Commercial Register that is next inserted and which is listed in the volume 66-A-PRO is of the following sense: Number 49 .

THE MERCANTILE REGISTRAR I who sign, certifies that: PARTICIPATION NOTES & DOCUMENTS that are copied next are a faithfull transfer of their originals, which says as follows.

APPROVED AND FILED

01 FEB 21 AM 8:32

SECRETARY OF STATE TALLAHASSEE, FLORIDA

I HEREBY CERTIFY THAT THIS IS A FAITHFUL TRANSLATION OF THE ORIGINAL SPANISH VERSION, AND THAT I AM FLUENT IN BOTH LANGUAGES.

Ercilio A Astacio

3/21/02

NOTARY PUBLIC STATE OF FLORIDA

Ercilio A Astacio
My Commission CC621022
Expires February 12, 2001

MINUTE OF THE EXTRAORDINARY MEETING OF SHAREHOLDERS OF THE LIMITED LIABILITY COMPANY CORPORATION OPTICA JAECA C.A.

Today, August 19, 1987, at three o'clocl post meridian (3.p.m.) have gatered in the central offices of the enterprises, the members JESUS GONZALEZ RODRIGUEZ and EDURDO CASTILLO DIAZ, who are venezuelan citizens, adult residing here, holder of the indentity cards numbers V-3.548.675 and 3.972.255, respectively, owner each one of ONE HUNDRED (100) shares constituting so the the TWO HUNDRED (200) shares which form the total share capital suscribed by the company; for it has been decided to constitute the actual meeting into a General Extraordinary Meeting for Member, omiting the previous notice of meeting in agreement to what is established in the constituent document and Social Statutes of the society, and where the following items will be deliberated:FIRST ITEM:Reform of the Tenth Clause of the Constituent Act of the enterprise.SECOND ITEM: Reform of the Fourtieth Clause of the Constituent Act and Social Statutes of the Company. submitted to the members consideration the items mentioned, it was unanimously to approve the modifications of the First and Quadragesima first of the Constituent Act and Social Statutes of the Corporation Optica Jeca C.A., so the final wording is as follows:FIRST CLAUSE: The Board of Management will last five (5) years in their duties, counting as of the register of the present meeting minute, but it will remain in their function until replaced and they will meetan often as it is required to look after the Company's interest, at a place, time, and date set up by any of the Managing Directors..QUADRAGESIMA FIRST CLAUSE: To run the positions of members of the Board of Management for the present period the following persons were elected: JESUS GONZALEZ and EDUARDO CASTILLO DIAZ, to occupy the positions of Managing Directors. For the position of Main Commissary Engineer EMILIO BALBAS ALFONZO was ratified, and for Assisting Commissary Engineer Pedro Luis Figueroa. No having any other item to discuss the sesion was adjourned, after reading the minute which was signed by the attendants after agreeing. Member EDUARDO CASTILLO DIAZ, is expressely authorized to conduct the participation regarding the Citizen Registrar, to the fact of his Register posting and legal publication in front of the coresponding Register Office. (Dead) JESUS GONZALEZ RODRIGUEZ; (dead)EDUARDO CASTILLO DIAZ. IT IS FAITHFUL COPY OF THE ORIGINAL.

CARACAS Thirtyfirst day (31) of August of NINETEEN EIGHTYSEVEN. DEAD EUDARDO CASTILLO DIAZ / AIDA M. DE CASELLAS IT IS ISSUED CERTIFIED COPY OF PUBLICATION ACCORDING FORM No.21800

AIDA M. DE CASELLAS

I HEREBY THAT THIS IS A FAITHFUL TRANSLATION OF THE ORIGINAL SPANISH VERSION AND THAT I AM FLUENT IN BOTH LANGUAGES.

NOTARY PUBLIC STATE OF FLORIDA
Emilio A Astacio
My Commission CC621022
Expires February 12, 2001

(50,000.00) and will take care of other necessary expenses such as clothing, medical assistency, and education.- In regards to visits, it will be set up by common agreement between the parent.

LET IT BE PUBLISHED AND REGISTERED

GIVEN, sealed and signed in the office of the Third Court of First Instance for Family and Minors of the Judicial Circunscription of the Metropolitan Area of Caracas, in Caracas at the 08 days of the month of October of Nineteen Ninetyseven, Years: 187th and 138th. THE JUDGE.

DR CESAR AUGUSTO MONTOYA.- ABC. LERIDA TORRES E.

In this same date and previous to the anouncement of the law this sentence was published and registered.-

I hereby certify that this is a faithful translation of the original Spanish version, and that I am fluent in both languages.

3-31-00

NOTARY PUBLIC STATE OF FLORIDA

Ercilio A Astacio
My Commission CC621022
Expires February 12, 2001

01 FEB 21 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

MERCANTILE REGISTRAR **FIRST** OF THE JUDICIAL CIRCUNSCRIPTION OF THE FEDERAL DISTRICT AND STATE OF MIRANDA.

Caracas, Thirty first day of August of Nineteen **EIGHTYSEVEN 177 & 128.** For presented the previous participation by SIGNATORY for its registration on the Mercantile Register I, -posting, and publication. Make in compliance with, and attach to the original Company file along with the collections accompanied. Issue the publication copy. The previous document drafted by DR JAIME A. CORONADO L.- it is registered in the Business Register under the No. 49 volume 66-A-PRO Business Rights Bs. RM 102-E105 ,according to table RM 21800-B315244. The Identification was conducted as follows: EDUARDO CASTILLO DIAZ. IC No. 3.972.255

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The Mercantile Registrar **FIRST**. AIDA M. DE CASELLAS.

I HEREBY CERTIFY THAT IS A FAITHFUL TRANSLATION OF THE ORIGINAL SPANISH VERSION, AND THAT I AM FUENT IN BOTH LANGUAGES

Ercilio A Astacio

3/31/00

NOTARY PUBLIC STATE OF FLORIDA

Ercilio A Astacio
My Commission CC621022
Expires February 12, 2001

01 FEB 21 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

CITIZEN:
MERCANTILE REGISTRAR OF THE JUDICIAL CIRCUNSCRIPTION OF THE FEDERAL DISTRICT AND STATE OF MIRANDA

HIS OFFICE.-

I, EDUARDO CASTILLO DIAZ, Venezuelan, adult, holder of Identity Card No. V-3.972.255., duly authorized by the Extraordinary Meeting of Shareholders of the Limited Liability Company CORPORACION JECA C.A., dated August 19, 1987, and acting on my duties as Managing Director of the Company respectfully present to you the Original Minutes of the Extraordinary Shareholders Meeting of the Limited Liability Company CORPORACION
JECA C.A., dated August 19, 1987.

I request you attach such minute to the corresponding file and return to me a certified copy for its publication. In Caracas at the 19th days of the month of August of Nineteen Eightyseven.

(dead) ______________________
EDUARDO CASTILLO DIAZ

I HEREBY CERTIFY THAT THIS IS A FAITHFUL TRANSLATION OF THE ORIGINAL SPANISH VERSION, AND THAT I AM FUENT IN BOTH LANGUAGES

3/31/00

Ercilio A Astacio
My Commission CC621022
Expires February 12, 2001

01 FEB 21 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

REGISTRO MERCANTIL I

DE LA CIRCUNSCRIPCION JUDICIAL DEL DTTO. FEDERAL Y ESTADO MIRANDA

DOCTOR: AIDA M. DE CASELLAS

REGISTRADOR MERCANTIL PRIMERO ACCIDENTAL DE

LA CIRCUNSCRIPCION JUDICIAL DEL DISTRITO FEDERAL Y ESTADO MIRANDA. Certifica:

Que el asiento de Registro de Comercio que a continuación se inserta y el cual está inscrito en el

Tomo 65-A-PRO es del tenor siguiente: "Número" 49

EL REGISTRADOR MERCANTIL I quien suscribe, certifica: Que PARTICIPACION NOTA Y DOCUMENTO que se copian de seguida son

traslado fiel de sus originales, los cuales dicen así.

01 FEB 21 AM 8:32

[illegible]

Dr. Jaime A. Coronado L.
Abogado
Inpreabogado Nº 23.118

H-86 Nº 06733328

ACTA DE ASAMBLEA EXTRAORDINARIA DE ACCIONISTAS DE LA COMPAÑIA ANONIMA CORPORACION OPTICA JECA C.A."

En el día de hoy, 19 de Agosto de 1.987., siendo las tres post meridien (3 P.M), se han reunido en la sede social de la Empresa "CORPORACION OPTICA JECA C.A.", los Socios JESUS GONZALES RODRIGUEZ y EDUARDO CASTILLO DIAZ, quienes son Venezolanos, mayores de edad, de este domicilio, titulares de las cédulas de identidad números V- 3.548.675., y 3.972.255, respectivamente, propietarios cada uno de ellos de CIEN (100) acciones, formando así las DOSCIENTAS (200) acciones que integran la totalidad del capital social suscrito por la Compañia; por lo que se ha decidido constituir la presente reunión en una Asamblea General Extraordinaria de Socios, omitiendo la previa convocatoria de acuerdo a lo establecido en el documento constitutivo y Estatutos Sociales de la Sociedad, y en donde se deliberarán los siguientes puntos: PUNTO PRIMERO: Reforma de la cláusula Decima del Acta Constitutiva de la Empresa. PUNTO SEGUNDO: Reforma de la cláusula Cuadragesima Primera del Acta Constitutiva y Estatutos Sociales de la Compañia. Sometido a consideración de los Socios los puntos en cuestión, se decidió por unanimidad aprobar las modificaciones de las cláusulas Primera y Cuadragesima Primera del Acta Constitutiva y Estatutos Sociales de la Corporación Optica Jeca C.A., quedando redactadas de la siguiente forma: CLAUSULA PRIMERA: La Junta Directiva durará cinco (5) años en el ejercicio de sus funciones, contados a partir del Registro de la presente Acta de Asamblea, pero deberá permanecer en sus cargos hasta ser reemplazados y se reunirá cada vez que asi requiera el interés de la Compañia en la Fecha, hora y lugar que fije cualquiera de los Directores Gerentes. CLAUSULA CUADRAGESIMA PRIMERA: Para desempeñar los cargos de miembros de la Junta Directiva para el presente periodo se elegierón a las siguientes personas: Se eligierón a los Socios JESUS GONZALES RODRIGUEZ y EDUARDO CASTILLO DIAZ, para ocupar los cargos de Directores Gerentes. Para el cargo de Comisario Principal se ratificó al Ingeniero EMILIO BALBAS ALFONZO, y para el cargo de Comisario Suplente al Ingeniero Pedro Luis Figueroa. No habiendo más que tratar se levantó la sesión, previa lectura del Acta la cual en señal de conformidad firman los concurrentes. Se autoriza expresamente al Socio EDUAR

DO CASTILLO DIAZ, para que realize la participación respectiva al Ciudadano Registrador, a los efectos de su Registro, fijación y Públicación de Ley por ante la Oficina de Registro respectiva. (Fdo) JESUS GONZALES RODRIGUEZ; (Fdo) EDUARDO CASTILLO DIAZ. ES COPIA FIEL DE SU ORIGINAL.

3548675

CARACAS TREYTA YUNO (31) DE AGOSTO DE MIL NOVECIENTOS OCHENTA Y SIETE. FDOS: EDUARDO CASTILLO DIAZ/ AIDA M. DE CASELLAS.

SE EXPIDE COPIA CERTIFICADA DE PUBLICACION SEGUN PLANILLA Nº 21800

AIDA M. DE CASELLAS

Dr. Jaime A. Coronado L.
Abogado
Inpreabogado Nº 23.118

H-86 Nº 06733329

CIUDADANO:

REGISTRADOR MERCANTIL DE LA CIRCUNSCRIPCION JUDICIAL DEL DISTRITO FEDERAL Y ESTA MIRANDA.

SU DESPACHO.-

Yo, EDUARDO CASTILLO DIAZ, Venezolano, mayor de edad, de este domicilio, titular de la cédula de identidad N° V- 3.972.255., debidamente autorizado por la Asamblea Extraordinaria de Accionistas de la Compañia Anónima CORPORACION JECA C.A., de fecha 19 de Agosto de 1.987, y en mi carácter de Director Gerente de la Compañia, muy respetuosamente me dirijo a Usted, para presentar Acta original de la Asamblea Extraordinaria de Accionistas de la compañia Anónima CORPORACION OPTICA JECA C.A. de Fecha 19 de Agosto de 1.987.

Ruego a Usted se anexe dicha acta al respectivo expediente, y me sea devuelta copia debidamente certificada para su publicación. En Caracas, a los 19 dias del Mes de Agosto de Mil Novecientos Ochenta y Siete.

(Fdo)

EDUARDO CASTILLO DIAZ

C.I N° V- 3.972.255

01 FEB 21 AM 8:32

REGISTRO MERCANTIL PRIMERO DE LA CIRCUNSCRIPCION JUDICIAL
DEL DTTO. FEDERAL Y EDO. MIRANDA

Caracas, TREINTA Y UNO de AGOSTO de mil novecientos OCHENTA Y SIETE 177 y 128. Por presentada la anterior participación por FIRMANTE para su Inscripción en el Registro Mercantil, fijación y publicación. Hágase de conformidad agréguese original al expediente de la Compañía junto con los recaudos acompañados. Expídase la copia de publicación. El anterior documento redactado por DR JAIME A. CORONADO L. se inscribe en el Registro de Comercio bajo el No. 49 Tomo 66-A PRO Derechos [illegible] Bs. RM 102-B165, según Planilla No. RM 21800-B315244

La Identificación se efectuó así: EDUARDO CASTILLO DIAZ. CI [illegible] 3.972.255.

El Registrador Mercantil PRIMERO. AIDA M. DE CASELLAS.