M17000009484

(Requestor's Name)

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(Business Entity Name)

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17 NOV -6 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. WARREN
NOV 08 2017

FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 2, 2017

NOEBERTO FLEITES
5580 E GRANT ST
ORLANDO, FL 32822

SUBJECT: FLEITES FAMILY, LLC
Ref. Number: W17000087756

We have received your document for FLEITES FAMILY, LLC and your check(s) totaling $125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Octavia L Simmons
Regulatory Specialist II

Letter Number: 717A00022202

COVER LETTER

TO: **Registration Section**
Division of Corporations

SUBJECT: Series 2 - Fleites Family, LLC
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Norberto Fleites
Name of Person

Firm/Company

5580 E. Grant Street
Address

Orlando, FL 32822
City/State and Zip Code

norberto@dnfleites.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Adam O. Kirwan at (407) 210-6622
Name of Contact Person — Area Code — Daytime Telephone Number

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

STREET ADDRESS:
Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- ☒ $125.00 Filing Fee
- ☐ $130.00 Filing Fee & Certificate of Status
- ☐ $155.00 Filing Fee & Certified Copy
- ☐ $160.00 Filing Fee, Certificate of Status & Certified Copy

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

In accordance with the section 605.0902, Florida Statutes, the following is submitted to register a foreign limited liability company to transact business in the State of Florida.

1. Fleites Family, LLC, Series 2
(Name of Foreign Limited Liability Company must include "Limited Liability Company" "L.L.C." or "LLC")

(Name must be followed by an alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company" "L.L.C." or "LLC")

2. Delaware
(State or country in which the foreign limited liability company is organized)

3. _____
(FEI number, if applicable)

4. _____
(Date first transacted business in Florida, if prior to registration)
See s. 605.0905(4) & 605.1025, F.S. to determine penalty liability

5. 5580 E. Grant Street
(Street Address of Principal Office)
Orlando, FL 32822

6. 5580 E. Grant Street
(Mailing Address)
Orlando, FL 32822

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Norberto Fleites

Office Address: 5580 E. Grant Street

Orlando (City), Florida 32822 (Zip code)

Registered agent's acceptance:

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 application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

_____
(Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Title or Capacity:	Name and Address:	Title or Capacity:	Name and Address:
MGR	Norberto Fleites 5580 E. Grant Street Orlando, FL 32822		

(List attachments if necessary)

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

10. This document is executed in accordance with section 605.0203(1)(b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

_____
Signature of an authorized person

Norberto Fleites
Typed or printed name of signer

FILED
07-NOV-6 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLEITES FAMILY, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF OCTOBER, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID "FLEITES FAMILY, LLC" IS A SERIES LIMITED LIABILITY COMPANY.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.

Jeffrey W. Bullock, Secretary of State

6581500 8300E

SR# 20176702113

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203428395

Date: 10-19-17

State of Delaware
Limited Liability Company
Certificate of Formation

This certificate of formation is being executed for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del.C 18-101, et Seq.

FIRST: The name of the limited liability company is:

FLEITES FAMILY, LLC.

SECOND: The address of its registered office in the State of Delaware is 3511 Silverside Road, Suite 105, Wilmington, DE 19810. The name of its Registered Agent at such address is Delaware Intercorp, LLC.

THIRD: The members agree to be bound by the signed Limited Liability Company Agreement(s) except as they may be contradicted by the Limited Liability Company Act of the State of Delaware.

FOURTH: This Certificate of Formation establishes one hundred (100) separate Series of this Limited Liability Company. Said Series may be referred to as: FLEITES FAMILY, LLC, SERIES 1; FLEITES FAMILY, LLC, SERIES 2; etc., or any other method that reasonably describes the particular Series relevant to the intended transaction.

Take Notice of the limitation on liabilities of a series as referenced in this Certificate of Formation and as set forth in 6 Del.C. 18-215. The debts, liabilities and obligations incurred, contracted for or otherwise existing with respect to a particular series shall be enforceable against the assets of such series only, and not against the assets of the limited liability company generally or any other series thereof, and, unless otherwise provided in the limited liability company agreement, none of the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to the limited liability company generally or any other series thereof shall be enforceable against the assets of such series.

FIFTH: No member or members of the limited liability company shall have the right to assign their interest in the limited liability company, whether voluntarily or involuntarily, without the unanimous written agreement of all of the members (the "Required Unanimous Vote"), unless otherwise provided in the limited liability company's operating agreement. If an assignment of a membership interest is not approved by the Required Unanimous Vote, the assignee (which includes, without limitation, the holder of a charging order) shall have no right to (i) become a member of the limited liability company, (ii) participate in the management of the limited liability company, or (iii) exercise any rights or powers of a member and/or manager. The assignee shall merely be entitled to receive the share of profits and other distributions to which the assignor was entitled, to the extent assigned. Any such assignee shall be allocated and report all items of income, gain, loss, deduction, credit or other tax allocation (a "Taxable Item") on such assignee's income tax returns each year to the same extent the assignor would have been allocated such Taxable Items and the assignee shall receive the federal and all relevant state Forms K-1 with respect to such allocations. Each Member (and any future assignee(s), including, without limitation, the holder of a charging order) is put on notice that (i) the Managers may make investment decisions that may produce significant income tax liability to the Members and assignees and that corresponding distributions with which to pay such income tax liability may not be made and (ii) that the terms of the operating agreement provide that (a) this is reasonable, and (b) does not constitute a breach of fiduciary duty by the Managers.

IN WITNESS WHEREOF, I, the undersigned, being fully authorized to execute and file this document, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, do make this Certificate of Formation, acknowledging under the penalties of perjury in the third degree, hereby declaring and certifying that this instrument is my act and deed and the facts herein are true, pursuant to 6 Del.C 18-204 and accordingly have hereunto set my hand this 18th day of October, 2017.

NORBERTO FLEITES

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:42 PM 10/18/2017
FILED 02:42 PM 10/18/2017
SR 20176677585 - File Number 6581500