

# L03000006302

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From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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## LIMITED LIABILITY COMPANY

### ATRIUM, LLC

03 FEB 20 PM 2:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
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*Handwritten signature and date: 2-20-02*

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ARTICLES OF ORGANIZATION  
OF

ATRIUM, LLC

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is Atrium, LLC (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

520 Brickell Key Drive  
Suite O-305  
Miami, FL 33131

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 520 Brickell Key Drive, Suite O-305, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Transglobal Corporate Administration, Inc. as the Company's initial registered agent at that address to accept service of process within this state.

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TALLAHASSEE, FLORIDA

AND  
FILED

This Instrument Prepared By:  
FREEMAN, BUTTERMAN, HABER, ROJAS & STANHAM, LLP  
Nicholas Stanham, Esq.  
Florida Bar No.: 0038822  
520 Brickell Key Drive, Suite O-305  
Miami, Florida 33131  
Telephone: (305) 374-3800

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**ARTICLE IV**

**MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Manager, who shall serve in such capacity until his successor(s) are duly elected and qualified, shall be:

Joao Silverio Azeredo Camara and Sandra Saturnina Pinto de Azeredo.

**ARTICLE V**

**DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

**ARTICLE VI**

**PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE VII**

**ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

**ARTICLE VIII**

**OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 20<sup>th</sup> day of February, 2003.

*NJS*  
NICHOLAS STANHAM  
Duly Authorized Representative of a  
Member

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for Atrium, LLC, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 20<sup>th</sup> day of February, 2003.

TRANSGLOBAL CORPORATE  
ADMINISTRATION, INC.

*NJS*  
By: Nicholas Stanham, Director

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