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SECRETARY OF STATE OF VISION OF CORPORATIONS

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SEP 3 0 2008

EXAMINER

LEHTINEN RIEDI BROOKS MONCARZ

September 26, 2008

VIA FIRST CLASS MAIL

Florida Secretary of State Division of Corporations Registration Section P.O. Box 6327 Tallahassee, Florida 32314 OB SEP 29 PM 3: 23

Re: Articles of Organization of Vanbreda International, L.L.C.

Dear Sirs:

Enclosed, please find the original and one (1) copy of the Articles of Organization of Vanbreda International, L.L.C., together with a check in the amount of \$160.00 for filing and certified copy fee. Please accept the same for filing as you deem appropriate.

If you have any questions or comments, please do not hesitate to call us at (305) 279-1166.

Very truly yours,

Claudio Riedi Eso

CR/jr

Enclosures

COVER LETTER

	Registration So					
SUBJEC	_{cr:} Va	anbreda Internatio	onal, L.L.C.			
SCOULC		(Name of Limit	ted Liability Comp	any)		_
The enclo	osed Articles of	Organization and fee(s) are	submitted for filin	g.		
Please ret	turn all correspo	ondence concerning this mat	ter to the following	g:		
	Claudio	Riedi, Esq.				80 Sivis
			(Name of Person)			野皇
Lehtinen Riedi Brooks Moncarz, P.A.					08 SEP 29 PH 3: 23	
			(Firm/Company)			THE STATE OF
	7700 N.	Kendall Drive, St	uite 303			က္
_		· · · · · ·	(Address)			<u> </u>
	Miami, F	Florida 33156				
		(Ci	ty/State and Zip Code	e)		
For furthe	er information c	concerning this matter, pleas	e call:			
Claudio Riedi			at (305	279-116	66	
(Name of Person)		(Area Cod	e & Daytime Te	elephone Number)	_	
Enclosed	l is a check for	the following amount:				
\$125.00	Filing Fee [\$130.00 Filing Fee & Certificate of Status	\$155.00 Filin Certified Co (additional cop	ру	\$160.00 Filing Certificate of S Certified Copy (additional copy is	tatus &
		Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Registrati Division Clifton E 2661 Exe	ourier Addression Section of Corporation duilding secutive Center see, FL 32301	ns	



ARTICLES OF ORGANIZATION VANBREDA INTERNATIONAL, L.L.C.

The undersigned member, desiring to form a Limited Liability Company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act (the "<u>Act</u>"), does hereby adopt the following Articles of Organization for such Company:

- **1.** Name. The name of this limited liability company is Vanbreda International, L.L.C. (the "*Company*").
- 2. **Duration**. The Company shall exist from the date of filing of these Articles of Organization with the Department of State until the earlier of (i) thirty (30) years from the date of filing or (ii) the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
- 3. **Purpose**. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida and that are permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.
- 4. Registered Agent and Office. The name of the initial registered agent of the Company is Claudio Riedi, Esq., c/o Lehtinen, Riedi Brooks Moncarz, P.A.. The street address of the initial registered agent of the Company is 7700 N. Kendall Drive, Suite 303, Miami, FL 33156.
- 5. Principal Office: Mailing Address and Street Address. The street address and mailing address of the Company's initial principal office is c/o Lehtinen, Riedi Brooks Moncarz, P.A., 7700 N. Kendall Drive, Suite 303, Miami, FL 33156.
- **6.** Additional Members. The Company shall have the right to admit additional members to the Company by the affirmative vote of members representing a majority of the membership interests of the Company at the time of admission.
- 7. **Termination of Membership**. Upon the death, retirement, withdrawal, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event that terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by the procedures specified in the Company's Regulations, consent to continue the business of the Company.
- **8. Management of the Company**. The business of the Company shall be managed by its members in proportion to their initial contribution to the capital of the Company expressed as a percentage of the total initial capital of the Company. These percentages shall not vary as a function of changes in their capital account balances. The name and address of the initial managing members are as follows:



<u>Name</u> <u>Address</u>

Vanbreda International NV

Plantin en Moretuslei 299 2140 Antwerp

Belgium

9. Date of Existence of the Company. The existence of the Company shall commence on the date of filing of the Articles of Organization with the Florida Department of State.

The undersigned, as member of the Company, executed these Articles of Organization effective as of

the 10 day of September, 2008

By: Rudi BERTELS
Name: Vanbreda International NV

OB SEP 29

-Page 2 of 3-

VANBREDA INTERNATIONAL, L.L.C.

ACCEPTANCE TO SERVE AS REGISTERED AGENT

The undersigned, Claudio Riedi, Esq., 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, hereby accepts the appointment as registered agent and agrees and consents to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the duties and obligations of his position as registered agent as provided for in Chapter 608, F.S..

DATED this 6 day of lephon ber

Claudio Riedi, Esq.

SECRETARY OF STATE STATE OF CORPORATIONS