

# Florida Department of State

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To:

Division of Corporations

Fax Number

: (850)617-6383

From:

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

: (561)694-8107

Fax Number

: (561)694-1639

# FLORIDA/FOREIGN LIMITED LIABILI

HG ORINOCO LLC

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#### ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: HG ORINOCO LLC

#### Article II. Address

The street and mailing address of the Company's initial principal office is: HG ORINOCO LLC 730 NW 107th Avenue, Suite 120 Miami FL 33172

#### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Ana Karina Jerez 730 NW 107th Avenue, Suite 120 Miami FL 33172

# Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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#### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

## Article VI. Management

This will be a member-managed company. The name and address of each member is:

PEDRO G. GONZALEZ 730 NW 107th Avenue, Suite 120 Miami FL 33172 MARIELA PUENTE 730 NW 107th Avenue, Suite 120 Miami FL 33172

# SECRETARY OF STATE OF TALLAHASSEF FI OBIO.

FILED

## Article VII. Company Existence

The Company's existence shall begin effective as of June 23, 2009.

The undersigned authorized representative of a member executed these Articles of Organization on June 24, 2009.

CORPORATE CREATIONS INTERNATIONAL INC.

Taide Baez Vice President by Veronica Paez as attorney-in-fact H09000150518

# STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: HG ORINOCO LLC

REGISTERED AGENT/OFFICE:

Ana Karina Jerez 730 NW 107th Avenue, Suite 120 Miami FL 33172 FILED

2009 JUN 24 AM ID: 35

SECRETARY OF STATE
SECRETARY OF STATE

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ANA KARINA JERE

Registered Agent

by Veronica Paez as attorney-in-fact

Date: June 23, 2009.