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PAGE 01/03

Division of Corporations

Page 1 of 1

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**Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : RASCO, REININGER, PEREZ & ESQUENAZI, P.L.
Account Number : 104076000124
Phone : (305) 476-7100
Fax Number : (305) 476-7102

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: corporate@rascoklock.com

**FLORIDA LIMITED LIABILITY CO.
TERRA PRIME HOLDINGS, LLC**

Certificate of Status	1
Certified Copy	1
Page Count	03
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EXAMINER

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TALLAHASSEE, FLORIDA

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Audit No: H11000028146 3

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I. Name

The name of the Limited Liability Company is:

TERRA PRIME HOLDINGS, LLC

ARTICLE II. - Address

The mailing address and street address of the principal office of the Limited Liability Company is:

2025 Brickell Avenue, #303
Miami, FL 33129

**ARTICLE III. - Registered Agent, Registered Office,
& Registered Agent's Signature:**

The name and the Florida street address of the registered agent is:

Miami Corporate Systems, LLC
283 Catalonia Avenue, 2nd Floor
Coral Gables, Florida 33134

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.

REGISTERED AGENT:

MIAMI CORPORATE SYSTEMS, LLC

Salomon B. Esquenazi, Manager

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Audit No: H11000028146 3
This instrument was prepared by:
Salomon B. Esquenazi, Esq.
Rasco Klock Reininger Perez Esquenazi Vigil & Nieto
283 Catalonia Ave., 2nd Floor
Coral Gables, Florida 33134
(305) 476-7100

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ARTICLE IV. - Management:

X The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the manager who is to serve as initial manager are:

Oscar Renjel

2025 Brickell Avenue, #303
Miami, FL 33129



Signature of a member or authorized representative of a member.

In accordance with section 608.408(3), Florida Statutes,
the execution of this document constitutes an
affirmation under the penalties of perjury that the
facts stated herein are true.

4821-4216-3976, v. 1

2011 FEB -2 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Audit No: H11000028146 3
This instrument was prepared by:
Salomon B. Esquenazi, Esq.
Rasoo Klock Reininger Perez Esquenazi Vigil & Nieto
283 Catalonia Ave., 2nd Floor
Coral Gables, Florida 33134
(305) 476-7100