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FLORIDA LIMITED LIABILITY CO.  
WFD-URUGUAY, LLC

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 0        |
| Page Count            | 02       |
| Estimated Charge      | \$125.00 |

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

**ARTICLE I - Name**

The name of the Limited Liability Company is:

**WFD-URUGUAY, LLC**

**ARTICLE II - Address**

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

420 Lincoln Road  
Suite #320  
Miami Beach, FL 33139

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

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

Corpco, Inc.  
2699 South Bayshore Drive  
7<sup>th</sup> Floor  
Miami, FL 33133

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*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 605, F.S.*

REGISTERED AGENT:

CORPCO, INC., a Florida corporation

By: Michael D. Katz  
Michael D. Katz, Esq.,  
as President

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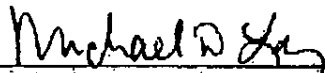
**ARTICLE IV. - Management**

The Limited Liability Company will be manager-managed. The name and address of the managers of the Limited Liability Company are:

Randall A. Whitman  
420 Lincoln Road  
Suite #320  
Miami Beach, FL 33139

Matthew W. Lazenby  
420 Lincoln Road  
Suite #320  
Miami Beach, FL 33139

Ivor Nikolas Massey  
420 Lincoln Road  
Suite #320  
Miami Beach, FL 33139



Michael D. Katz, Esq., Authorized Representative of a Member(s)  
(In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. 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.)

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