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Division of Corporations

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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  
Phone : (561)694-8107  
Fax Number : (561)694-1639

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FLORIDA LIMITED LIABILITY CO.  
ELU USA, LLC

Certificate of Status	1
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2015-04-28

15 APR 28 AM 10:00

BUREAU OF CORPORATIONS  
REGISTRATION SERVICES

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

15 APR 28 AM 8:56

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
ELU USA, LLC

### Article II. Address

The street address of the Company's initial principal office is:  
ELU USA, LLC  
801 Brickell Avenue, Suite 1610  
Miami FL 33131

The mailing address of the Company's initial principal office is:  
ELU USA, LLC  
c/o Alexandre Piquet, Esq. - Piquet Law Firm, P.A.  
801 Brickell Avenue, Suite 1610  
Miami FL 33131

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Professional Corporate Services, LLC  
801 Brickell Avenue, Suite 1610  
Miami FL 33131

### 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.

Piquet Law Firm, P.A.  
801 Brickell Avenue, Suite 1610  
Miami FL 33131  
786-558-8054

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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

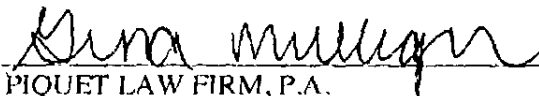
This will be a manager-managed company. The name and address of each manager is:

Eliana Gurgel Monteiro Bittencourt  
801 Brickell Avenue, Suite 1610  
Miami FL 33131

Article VII. Company Existence

The Company's existence shall begin effective as of April 28, 2015.

The undersigned authorized representative of a member executed these Articles of Organization on 4/28/2015.

  
PIQUET LAW FIRM, P.A.

by Gina Mulligan as Attorney-in-Fact

Piquet Law Firm, P.A.  
801 Brickell Avenue, Suite 1610  
Miami FL 33131  
786-558-8054

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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

ELU USA, LLC

### REGISTERED AGENT/OFFICE:

Professional Corporate Services, LLC  
801 Brickell Avenue, Suite 1610  
Miami FL 33131

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.



PROFESSIONAL CORPORATE SERVICES, LLC  
by Gina Mulligan as Attorney-in-Fact

Date: April 28, 2015.

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