

Division of Corporations

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Florida Department of State
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**FLORIDA LIMITED LIABILITY CO.
Berencen USA LLC**

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**ARTICLES OF ORGANIZATION
OF
BERENCEN USA LLC**

The undersigned, being a duly authorized representative of the member, desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is **BERENCEN USA LLC** (the "Company").

**ARTICLE II
PRINCIPAL BUSINESS AND MAILING ADDRESS**

The principal business and mailing address of the Company is:

201 S. Biscayne Boulevard, Suite 800
Miami, Florida 33131

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The Company designates 201 S. Biscayne Blvd., Suite 800, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Law Center of the Americas, LLC as the Company's initial registered agent at such address to accept service of process within this state.

**ARTICLE IV
DURATION AND TERMINATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with Florida law and also in accordance with the Operating Agreement of the Company, if applicable.

**ARTICLE V
MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating

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Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified. All Managers, other than the initial Managers, shall be appointed or elected solely as provided in the Operating Agreement of the Company, if applicable.

ARTICLE VI
MANAGERS

The name and address of the Manager of the Company is:

<u>Name</u>	<u>Position</u>	<u>Address</u>
Juan Alberto Gutierrez Suarez	Manager	c/o 201 S. Biscayne Blvd. Suite 800 Miami, FL 34110

ARTICLE VII
PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VIII
ADDITIONAL MEMBERS

Additional Members may be admitted upon (1) the unanimous written consent of the then existing Members or (2) in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE IX
OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Member(s) of the Company in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE X
AMENDMENT

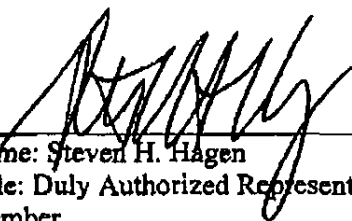
The power to adopt, alter, amend, or repeal the Articles of Organization of the Company shall be only upon the unanimous written consent of all the existing Member(s) of the Company

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or as otherwise provided in and in accordance with the procedures set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 29th day of March, 2017.



Name: Steven H. Hagen
Title: Duly Authorized Representative of the
Member

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for Berencen USA LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605.0113, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 29th day of March, 2017.

LAW CENTER OF THE AMERICAS, LLC

By: 

Name: Steven H. Hagen

Title: Vice President

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