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DIV. OF CORPORATIONS
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Prodesa International North
(Corporation Name) (Document #)

2. LLC
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #) 900007281899--1
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4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☒ Limited Liability
☒ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
PRODESA INTERNATIONAL NORTH, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

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**ARTICLE I
NAME**

The name of this limited liability company is PRODESA INTERNATIONAL NORTH, LLC (the "Company").

**ARTICLE II
MAILING ADDRESS AND STREET ADDRESS**

The Company's mailing address is c/o 115 NW 167 Street, Suite 400, Miami, Florida 33169.

**ARTICLE III
DURATION**

The Company shall exist from the date of filing these Articles with the Department of State until the occurrence of any of the events specified in Florida Statutes Section 608.441 or in the Operating Agreement of the Company.

**ARTICLE IV
MEMBERS**

The following are the initial Members of the Company:

Prodesa International, LLC, a Florida limited liability company
-and-
JKL Services, Inc., a Delaware corporation

**ARTICLE V
MANAGEMENT OF THE COMPANY**

The Company is to be managed by a Manager/Member and the name and address of such Manager/Member which is to serve as Manager is:

Prodesa International, LLC
c/o 115 NW 167 Street

Suite 400
Miami, FL 33169

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ARTICLE VI
ADDITIONAL MEMBERS

The Members shall have the right to admit additional members upon the consent of each Member to the admission of the additional Members and to the terms of admission.

ARTICLE VII
TERMINATION OF MEMBERSHIP

If a Member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may, by unanimous written agreement, continue the business of the Company.

ARTICLE VIII
REGULATIONS


The Members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company (the "Operating Agreement").

ARTICLE IX
DATE OF EXISTENCE OF THE COMPANY

The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned Manager/Member executed these Articles of Organization on the 19th day of August, 2002.

PRODESA INTERNATIONAL, LLC
a Florida limited liability company,
Manager/Member

By: 
Name: CARLOS J. ORTIZ
Its: PRESIDENT

(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.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE THE REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: PRODESA INTERNATIONAL NORTH, LLC.
2. The name and the Florida street address of the registered agent are:

Carlos J. Ortiz
c/o 115 NW 167 Street
Suite 400
Miami, FL 33169

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.

By: _____

Name: Carlos J. Ortiz

Date: August 19, 2002