

# LO2 000032006

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From:

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Phone : (305) 634-3694  
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## LIMITED LIABILITY COMPANY

interimagen, llc

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION

OF  
INTERIMAGEN, LLC.

ARTICLE I-Name:

The name of the Limited Liability Company is INTERIMAGEN, LLC.

ARTICLE II-Address:

The mailing address and street address of the principal office of the Limited Liability Company is 13499 Biscayne Blv. Ste. 907, Miami, FL 33181.

ARTICLE III-

Registered Agent, Registered Office & Registered Agent's Signature:

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

Gloria Roa Bodin, Esq.  
2655 LeJeune Road  
Suite 1001  
Coral Gables, FL 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.*

Article IV-Management (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

(An additional article must be added if an effective date is requested.)

  
Signature of a member or an authorized representative of 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.)

Juan Gonzalez Lopez  
Typed or printed name of signee

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ATTN: ROWAN -- 999 7573  
FROM: JUAN GONZALO LOPEZ

**ARTICLE VII**  
**MEMBERS WITH INTEREST IN L.L.C. AND MANAGEMENT**

- (1) The business of this company shall be conducted by the following Management Group designated by the Members with interest in the L.L.C., for such purpose. Corporate action shall be approved by a vote of four of the four members of the management Group.
- (2) The names and street addresses of the Management Group as appointed herein who shall hold office for the first year of its existence or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>MANAGEMENT POSITION</u>	<u>ADDRESS</u>
Juan Gonzalo Lopez	Manager	13499 Biscayne Blvd. Apt.#907 Miami, Florida 33181
Juan Mario Aguas	Member	Trasversal 30 122-76 Casa 2 Bogota, Colombia
Anamaria Lopez	Member	Trasversal 30 122-76 Casa 2 Bogota, Colombia
Carolina Lopez	Member	Carrera 11 # 78-22 Apt. 1601 Bogota, Colombia

**ARTICLE VIII**  
**STREET ADDRESS AND DESIGNATION OF REGISTERED AGENT**

INTERIMAGEN, L.L.C., desiring to organize under the laws of the State of Florida, has designated its principal and mailing address to be 13499 Biscayne Blvd, Apt.#907, Miami, Florida 33181. The name and address of the registered agent is Gloria Roa Rodin, 2655 LeJeune Road, Suite#1001, Coral Gables, Florida 33134.

**ARTICLE IX**  
**ORGANIZING MEMBERS OF THE L.L.C.**

- |                       |                   |
|-----------------------|-------------------|
| 1. JUAN MARIO AGUAS   | 3. ANAMARIA LOPEZ |
| 2. JUAN GONZALO LOPEZ | 4. CAROLINA LOPEZ |

**ARTICLE X**  
**ADMISSION OF NEW MEMBERS**

The Company shall admit new members as follows:

All existing new members shall first receive notice of the intent to admit a new member. Such notice shall be in writing and sent out ten (10) days prior to the date the new member intends to join. Upon the 10<sup>th</sup> day or any time set in the written notice, all existing members shall vote to allow the new member to join. It is agreed that a vote of 66% of the existing members of record shall be necessary to ratify the acceptance of a new member. It shall be a condition that such new member deposit a sum equal to the percentage of paid in capital the new member is to be assigned.

Such deposit shall be made before said new member shall be considered for membership in escrow with the attorneys designated by the company at the time notice is sent to the existing members of record. Acceptance of the new member shall constitute immediate authority of the company attorney to deposit all sums into the company's account and said amount shall be designated (additional) paid in capital.

**ARTICLE XI**  
**CONTINUANCE OF MEMBERSHIP AND RIGHTS OF MEMBER IN CASE OF TERMINATION**

In case of death, retirement, resignation or dissolution of a member or the occurrence of any event which terminates the continued membership of a member in the limited company, the remaining members shall have the right to continue operating the company as if the member still was a participating member. Upon such occurrence the former member or his heirs, designee, trustee, or person shall be entitled to receive the percentage of profit or losses effective for the end of the distributing period which shall be conclusive. At the end of such distribution period, the former member, its/his/her heirs, estate, designee or trustee shall be entitled to receive the corresponding percentage of ownership of said member at the ten current value payable in (5) installments. Current value shall be defined by the company's accountants which determination shall also be final.

1. JUAN MARIO AGUAS
2. JUAN GONZALO LOPEZ
3. ANAMARIA LOPEZ
4. CAROLINA LOPEZ

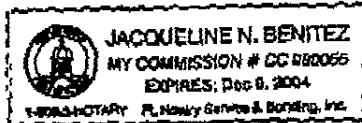
STATE OF FLORIDA           )  
COUNTY OF MIAMI-DADE   )

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that they executed the same for the purposes therein expressed

SWORN TO AND SUBSCRIBED before me this 21 of Nov, 2002.



  
NOTARY PUBLIC, STATE OF FLORIDA

**ACKNOWLEDGEMENT OF RESIDENT AGENT**

I, Gloria Roa Bodin, having been named to accept service of process for INTERIMAGEN, L.L.C., a Florida Limited Company, at 2655 LeJeune Road, Suite#1001, Coral Gables, Florida 33134. I hereby accept to act in this capacity, accepting the duties as registered agent and agree to comply with the provisions of said act relative to keeping open said office.

Dated this 21 of Nov, 2002.

  
Gloria Roa Bodin

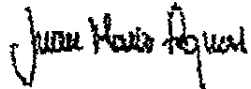
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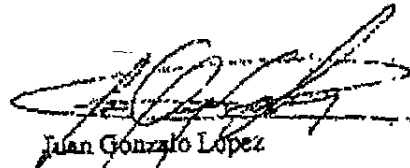
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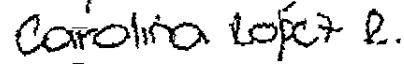
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Juan Mario Aguas

  
Juan Gonzalo Lopez

  
Anzenaria Lopez

  
Carolina Lopez

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