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### ARTICLES OF ORGANIZATION

**OF** 

### **BIOLAT LLC**

# ARTICLE I

### Name

The name of this limited liability company is BIOLAT LLC (hereinafter "the Company").

# **ARTICLE II**

### Address

The principal street and mailing address of the Company is 2665 S. Bayshore Drive, Suite 703, Miami, FL 33133.

# **ARTICLE III**

### Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

# ARTICLE IV

# **Initial Registered Office and Agent**

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc. 2665 South Bayshore Drive Suite 703 Miami, Florida 33133

EFFECTIVE DATE

# ARTICLE V

### Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

### ARTICLE VI

# **Authorized Representative & Organizer**

The name and street and mailing address of the person signing these Articles as Authorized Representative and Organizer is:

Albert J. Lazo, Esq. Richards & Polansky, P.A. 2665 South Bayshore Drive Suite 703 Miami, Florida 33133

# **ARTICLE VII**

### Management

The Company will be managed by at least one (1) manager and is, therefore, a managed company. The initial manager shall be:

Carlos Reis 2665 South Bayshore Drive, Suite 703 Miami, Florida 33133

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Albert J. Lazo, Authorized Representative

### ARTICLE VIII

### **Effective Date**

These Articles of Organization shall be effective as of December 2, 2002.

# AUTHORIZED REPRESENTATIVE & ORGANIZER

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this 2<sup>nd</sup> day of December 2002.

STATE OF FLORIDA ) SS:

COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Albert J. Lazo, who is well known to me to be the person described in and who executed these Articles of Organization as Organizer, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid (E)s day of December 2002.

My Commission Expires:

STATE OF FLORE

IY COMMISSION # CC 912966 EXPIRES: April 2, 2004

# ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of BIOLAT LLC named in the Articles of Organization herein above set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 2 day of 12 females 2002.

Mitchell/S. Polansky, Vice President World Corporate Services, Inc.

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