

LOS000108381

Florida Department of State  
Division of Corporations  
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## LIMITED LIABILITY COMPANY

## STEMS USA LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION**

**OF**

**STEMS USA LLC**

**ARTICLE I**

**Name**

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

**ARTICLE II**

**Address**

The mailing address of the Company's principal office is 2665 South 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

**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.

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**ARTICLE VI**

**Organizer**

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

Jessica Arias  
2665 South Bayshore Drive  
Suite 703  
Miami, Florida 33133

**ARTICLE VII**

**Management**

The Company will be managed by no less than one (1) manager and is, therefore, a manager-managed company. The following individuals shall be the initial managers:

Gunnar Ostbye  
Carolina McKenzie

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.


  
\_\_\_\_\_  
Jessica Arias, Authorized Representative

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**ORGANIZER**

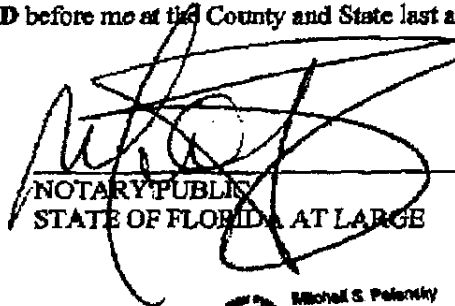
IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this  
7<sup>th</sup> day of November, 2005.

  
\_\_\_\_\_  
Jessica Arias

STATE OF FLORIDA        )  
                                  ) SS:  
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Jessica Arias, 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 this  
7<sup>th</sup> day of November, 2005.

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My Commission Expires:



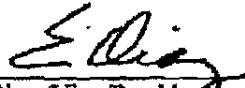
Michael S. Pelentky  
My Commission DD004255  
Expires April 02, 2008

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**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 STEMS USA LLC named in the Articles of Organization hereinabove 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 7<sup>th</sup> day of November, 2005.



Elena Diaz, Vice President  
World Corporate Services, Inc.

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