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FLORIDA/FOREIGN LIMITED LIABILITY CO.

GONCALVES INVESTMENTS, LLC

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I- Name:

The Name of the Limited Liability Company is:

Goncalves Investments, LLC

ARTICLE II- Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

**2600 Douglas Road PH-6
Coral Gables, FL 33134**

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be perpetual

ARTICLE IV- Management:

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager:

**Joao Guilherme de Abreu Fernandes
2600 Douglas Road PH-6
Coral Gables, FL 33134**

By: 
Signature of a member or an authorized representative of a member

(In accordance with section 808.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ARTICLE V- Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be pursuant to the Management Agreement.

**Jose I. Padlal, PA
2600 Douglas Rd. PH-6
Coral Gables, Florida 33134
(305) 443-8010**

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ARTICLE VI- Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event, which terminates the continued membership of a member in the limited liability company, shall be pursuant to the Management Agreement.

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

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

1. The name of the limited liability company is:

Goncalves Investments, LLC

2. The name and the Florida street address of the registered agent is:

**Jose I. Padial
2600 S. Douglas Road PH-6
Coral Gables, Florida 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.



Jose I. Padial

Jose I. Padial, PA
2600 Douglas Rd. PH-6
Coral Gables, Florida 33134
(305) 443-8010

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