

**LO8 000030135**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H08000075763 3)))



H080000757633ABC3

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 617-6383

From: Account Name : HARPER MEYER #5  
Account Number : I20060000102  
Phone : (305) 577-3443  
Fax Number : (305) 577-9921

2008 MAR 25 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

Innovida US LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

RECEIVED

08 MAR 25 PM 2:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. CLINE

Electronic Filing Menu

Corporate Filing Menu

Help

MAR 26 2008

EXAMINER

3/25/2008

H08000075763 3

**ARTICLES OF ORGANIZATION  
OF  
INNOVIDA US LLC**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I**

**NAME**

The name of the limited liability company is INNOVIDA US LLC (the "Company").

**ARTICLE II**

**PRINCIPAL BUSINESS ADDRESS**

The principal business address of the Company is:

c/o 701 Brickell Avenue  
Suite 1400  
Miami, Florida 33131

**ARTICLE III**

**MAILING ADDRESS**

The mailing address of the Company is:

c/o 701 Brickell Avenue  
Suite 1400  
Miami, Florida 33131

**ARTICLE IV**

**REGISTERED AGENT AND OFFICE**

The Company designates 701 Brickell Avenue, Suite 1400, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Law Center of the Americas, LLC as the Company's initial registered agent at such address to accept service of process within this state.

2008 MAR 25 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

H08000075763 3

H08000075763 3

ARTICLE V

DURATION AND TERMINATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with Florida law and also in accordance with the Operating Agreement of the Company, if applicable.

ARTICLE VI

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified. All Managers, other than the initial Managers, shall be appointed or elected solely as provided in the Operating Agreement of the Company, if applicable.

ARTICLE VII

MANAGERS

The names and addresses of the initial Managers of the Company are:

Claudio Osorio  
701 Brickell Avenue  
Suite 1400  
Miami, Florida 33131

Amarilis Osorio  
701 Brickell Avenue  
Suite 1400  
Miami, Florida 33131

2008 MAR 25 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLE VIII

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

H08000075763 3

H08000075763 3

ARTICLE IX

ADDITIONAL MEMBERS

Additional Members may be admitted upon (1) the unanimous written consent of the then existing Members or (2) in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE X

OPERATING AGREEMENT

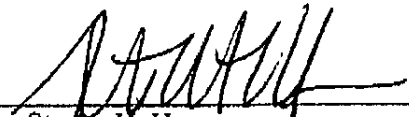
The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Member(s) of the Company in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE XI

AMENDMENT

The power to adopt, alter, amend, or repeal the Articles of Organization of the Company shall be only upon the unanimous written consent of all the existing Member(s) of the Company or as otherwise provided in and in accordance with the procedures set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 25<sup>th</sup> day of March, 2008.



Name: Steven H. Hagen  
Title: Duly Authorized Representative of Member

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 MAR 25 AM 8:40

FILED

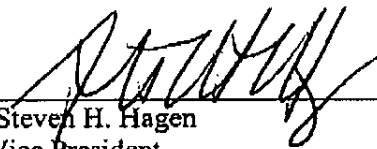
H08000075763 3

H08000075763 3

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for INNOVIDA US LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 25<sup>th</sup> day of March, 2008.

LAW CENTER OF THE AMERICAS, LLC

By:   
Name: Steven H. Hagen  
Title: Vice President

41930

**FILED**  
2008 MAR 25 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H08000075763 3