# Florida Department of State

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To:

Division of Corporations

Fax Number : (850)617-6383

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (561)694-8107 Fax Number

: (561)694-1639

FLORIDA/FOREIGN LIMITED LIABILITY

AREAS USA CLE, LLC

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**EXAMINER** 

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is: AREAS USA CLE, LLC

### Article II. Address

The street and mailing address of the Company's initial principal office is:

AREAS USA CLE, LLC 5301 BLUE LAGOON DRIVE, Suite 690 Miami FL 33126

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 UNITED STATES

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107

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### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any

# Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

XAVIER RABELL (MGR)
5301 BLUE LAGOON DRIVE, Suite 690 Miami FL 33126

AREAS USA, INC. (MGRM)
5301 BLUE LAGOON DRIVE, Suite 690 Miami FL 33126

### Article VII. Officers

The Company's officers are:

Chief Executive Officer

**XAVIER RABELL** 

Secretary

Treasurer

Vice President Vice President EDUARDO URIBE

FRANCESCO BALLI

### Article VII. Company Existence

The Company's existence shall begin effective as of August 1, 2008.

The undersigned authorized/representative of a member executed these Articles of

Organization on August 1008

CORPORATE CREATIONS INTERNATIONAL INC.

Taide Baez Vice President

by A. Howard as attorney-in-fact

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# STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: AREAS USA CLE, LLC

REGISTERED AGENT/OFFICE:
Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC.

Taide Baez, Vice President by A. Howard as attorney-in-fact

Date: August 1, 2008

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107

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