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To: Division of Corporations
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Account Number : 072450003255
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FLORIDA/FOREIGN LIMITED LIABILITY CO.**karu & y holdings, llc**

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|-----------------------|----------|
| Certificate of Status | 0 |
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J. BRYAN

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I-Name:

The name of the Limited Liability Company is: Karu & Y Holdings, LLC

ARTICLE II-Address

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

Karu & Y Holdings, LLC
c/o Gregory P. Borgognoni
Borgognoni & Gutiérrez, LLP
Grand Bay Office Plaza, Suite 701
2665 South Bayshore Drive
Miami, Florida 33133

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ARTICLE III-Registered Agent, Registered Office & Registered Agent's Signature:

The Name and the Florida street address of the registered agent are:

Gregory P. Borgognoni
BORGOGNONI & GUTIÉRREZ, LLP
Grand Bay Office Plaza, Suite 701
2665 South Bayshore Drive
Miami, Florida 33133

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 obligation of my position as registered agent as provided for in Chapter 608, F.S.


Registered Agent's Signature (REQUIRED)

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Articles of Organization for Florida Limited Liability Company
Karu & Y Holdings, LLC

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ARTICLE IV-Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Clive Seecomar
Manager/Member
90% interest

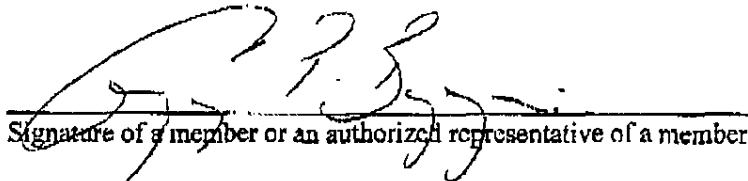
c/o Borgognoni & Gutiérrez, LLP
Grand Bay Office Plaza, Suite 701
2665 South Bayshore Drive
Miami, Florida 33133

David Cardaci
Member
10% interest

c/o Borgognoni & Gutiérrez, LLP
Grand Bay Office Plaza, Suite 701
2665 South Bayshore Drive
Miami, Florida 33133

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REQUIRED SIGNATURE:


Signature of a member or an authorized representative of a member

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

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