

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L09000120914
FILED 8:00 AM
December 21, 2009
Sec. Of State
thampton

Article I

The name of the Limited Liability Company is:

HLD OF USA LLC

Article II

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

10741 NW 58 ST
MIAMI, FL. US 33178

The mailing address of the Limited Liability Company is:

201 S. BISCAYNE BLVD
SUITE 905
MIAMI, FL. US 33131

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

LEONARDO A ROTH
201 S. BISCAYNE BLVD.
SUITE 905
MIAMI, FL. 33131

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.

Registered Agent Signature: LEONARDO A ROTH, ESQ.

Article V

The name and address of managing members/managers are:

Title: MGR
LUIS C DUARTE DE SOUZA
10741 NW 58 ST
MIAMI, FL. 33178 US

Title: MGR
LUIS R DUARTE VIDAL
10741 NW 58 ST
MIAMI, FL. 33178 US

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Article VI

The effective date for this Limited Liability Company shall be:

12/21/2009

Signature of member or an authorized representative of a member

Signature: LEONARDO A. ROTH, ESQ