

Division of Corporations

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA**FLORIDA/FOREIGN LIMITED LIABILITY CO.****Netuno LLC**

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January 13, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SHUTTS & BOWE, LLP

SUBJECT: INITIUM CONSULTING, LLC
REF: W10000001321

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Naysa Culligan
Regulatory Specialist II

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Letter Number: 610A00000978

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TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF ORGANIZATION
OF
NETUNO 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 NETUNO LLC (the "Company").

ARTICLE II

THE PRINCIPAL BUSINESS AND MAILING ADDRESS

The principal business and mailing address of the Company is:

18501 Pines Blvd.
Suite 206
Pembroke Pines, FL 33029

ARTICLE III

REGISTERED AGENT AND REGISTERED OFFICE

The Company designates 201 S. Biscayne Blvd., Suite 800, 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.

ARTICLE IV

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.

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TALLAHASSEE, FLORIDA

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ARTICLE V

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 Manager, shall be appointed or elected solely as provided in the Operating Agreement of the Company, if applicable.

ARTICLE VI

INITIAL MANAGERS

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

Luciano Bonaldo
18501 Pines Blvd.
Suite 206
Pembroke Pines, FL 33029

Guilherme Colaferri
18501 Pines Blvd.
Suite 206
Pembroke Pines, FL 33029

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ARTICLE VII

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.

ARTICLE VIII

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.

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ARTICLE IX

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 X

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 12th day of January, 2010.


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

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for NETUNO 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 12th day of January, 2010.

LAW CENTER OF THE AMERICAS, LLC

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

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NETUNO

Netuno USA, Inc.
18601 Pines Blvd, Suite 208
Pembroke Pines, FL 33029

Phone (305) 513- 0904
Fax (305) 513- 3904
E-mail: sales@netunousa.com

January 12, 2010

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Attn: Limited Liability Company New Filings

Dear Sir/Madam:

We desire to form a new Florida limited liability company and use the name "Netuno LLC". Since this new limited liability company will be owned by Netuno USA Inc., we hereby release the name "Netuno" for use by Netuno LLC as this causes no conflict of interest to Netuno USA, Inc.

Sincerely,


Luciano Bonafide
President

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