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(Business Entity Name)

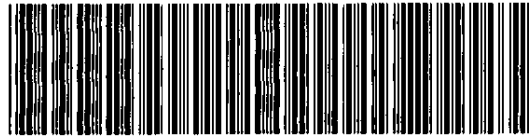
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09/24/10--01001--016 **76.25

09/07/10--01013--010 **78.75

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2010 SEP 22 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 8, 2010

STEPHEN P. JOHNSON, ESQ
9155 SOUTH DADELAND BLVD. SUITE 1208
MIAMI, FL 33156

SUBJECT: IBB USA, LLC
Ref. Number: W10000042264

We have received your document for IBB USA, LLC and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$76.25.

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) 245-6094.

Agnes Lunt
Regulatory Specialist II

Letter Number: 510A00021395

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: IBB USA, LLC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Stephen P. Johnson, Esq.
Name (Printed or typed)

Abadin Cook, 9155 South Dadeland Boulevard, Suite 1208
Address

Miami, Florida 33156
City, State & Zip

305-974-7479
Daytime Telephone number

sjohnson@abadincook.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

2010 SEP 22 PM 4:50
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

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ARTICLES OF ORGANIZATION
OF
IBB USA, LLC

The undersigned hereby forms and organizes a limited liability company pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act") and adopts the following Articles of Organization of IBB USA, LLC (the "Company"):

ARTICLE ONE

NAME

The name of the limited liability company is: IBB USA, LLC

ARTICLE TWO

ADDRESS

The street address and the mailing address of the Company are: 2471 West 65 Street, Hialeah, FL 33016.

ARTICLE THREE

INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company is: Rafael Velasquez, 2471 West 65th Street, Hialeah, FL 33016.

ARTICLE FOUR

MANAGEMENT

The Company will be a manager-managed company. The initial managers of the Company are:

Juan Ameijeiras
2471 West 65 Street
Hialeah, FL 33016

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Mariela Velasquez
2471 West 65 Street
Hialeah, FL 33016

Rafael Velasquez
2471 West 65 Street
Hialeah, FL 33016

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ARTICLE FIVE

INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she/it is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if he/she/it acted in good faith and in a manner he/she/it reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her/its conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her/it in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she/it may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, these Articles of Organization have been executed by a member of the Company as of the 30 day of July, 2010.



Juan Ameijeiras

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for IBB USA, LLC, a Florida limited liability company, in the foregoing Articles of Organization, the undersigned hereby agrees to accept service of process for IBB USA, LLC, and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of said position.



Juan Ameijeiras

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