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To:

Division of Corporations

Fax Number

: (850)617-6383

From:

Account Name

: CORPORATE CREATIONS INTERNATION

Account Number : 110432003053

Phone Fax Number : (561)694-8107 : (561)694-1639.

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# FLORIDA LIMITED LIABILITY CO.

Grupo Imagens, LLC

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OCT 27 2010

**EXAMINER** 

#### H10000233923

## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is: Grupo Imagens, LLC

### Article II. Address

The street and mailing address of the Company's initial principal office is: Grupo Imagens, LLC

2441 NW 93 Avenue Miami FL 33172

### 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

## 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.

Piquet Law Firm, P.A. 801 Brickell Ave Ste 900 Miami FL 33131 305-350-5647

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EFFECTIVE DATE 10/26/10

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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 distribution of profits.

### Article VI. Management

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

Ruben Eleomar Partilla Albarraein 2441 NW 93 Avenue Miami FL 33172 Maria da Conceican Lopes Macedo Partilla 2441 NW 93 Avenue Miami FL 33172 Gisele Marise Partilla 2441 NW 93 Avenue Miami FL 33172 10 OCT 26 AM WIN DO

## Article VII. Company Existence

The Company's existence shall begin effective as of October 26, 2010.

The undersigned authorized representative of a member executed these Articles of Organization on October 26, 2010.

PIQUET LAW FIRM, P.A.

by Valerie Hawk-Donohue as atty-in-fact

Plquet Law Firm, P.A. 801 Brickell Ave Ste 900 Miami FL 33131 305-350-5647

### STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Grupo Imagens, 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.

Valerie Hawk-Donohue, Special Secretary

Date: October 26, 2010.

TILED

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SEUTRETARY OF STATE

ALLAHASSEE, FLORID.

Piquet Law Firm, P.A. 801 Brickell Ave Ste 900 Miami FL 33131 305-350-5647