

JAN. 18. 2011 5:34PM

PP. 1/4f1

L11000007846

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H11000012805 3)))



H110000128053ABCS

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

TO:

Division of Corporations
Fax Number : (850)617-6383

From:

Gabriel Caballero
Account Name : AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP
Account Number : I20070000136
Phone : (305)779-3564
Fax Number : (305)779-3561

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: gcaballero@arhmf.com

RECEIVED

11 JAN 19 AM 6:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.
STEMPRO, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

FILED
11 JAN 19 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

J. BRYAN

JAN 20 2011

EXAMINER

FAX AUDIT # H11000012805 3

**ARTICLES OF ORGANIZATION
OF
STEMPRO, 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 **STEMPRO, LLC** (the "Company").

**ARTICLE II
ADDRESS**

The principal office address of the Company is:

3500 Coral Way, Suite 102
Miami, Florida 33145

The mailing address of the Company is:

3500 Coral Way, Suite 102
Miami, Florida 33145

**ARTICLE III
REGISTERED AGENT AND OFFICE**

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

Alvaro H. Skupin
3500 Coral Way, Suite 102
Miami, Florida 33145

**ARTICLE IV
OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal an operating agreement for the Company shall be vested in the Members of the Company.

FILED
11 JAN 19 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT #H11000012805 3

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.

The name(s) and address(es) of the initial Manager(s) is/are as follows:

<u>Title:</u>	<u>Name and Address:</u>
Manager	Alvaro H. Skupin 3500 Coral Way, Suite 102 Miami, Florida 33145

FILED
11 JAN 19 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
DURATION AND CONTINUATION

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 (i) in accordance with the Company's Operating Agreement, if applicable or (ii) by the written agreement of a majority of ownership interest if the Company.

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 the approval of a majority of the ownership interest of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.


IN WITNESS WHEREOF, the undersigned hereby executes these Articles of Organization as of the 18th day of January, 2011.


Alvaro H. Skupin
Duly Authorized Representative of a Member

FAX AUDIT #H11000012805 3

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for STEMPRO, 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 acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 18th day of January, 2011.



Alvaro H. Skupin

FILED
11 JAN 19 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA