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## To:

Division of Corporations  
Fax Number : (850) 617-6363

## From:

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

Email Address: mariapinto21@hotmail.com

FLORIDA LIMITED LIABILITY CO.  
JUNIOR CAPITAL USA, LLC

Certificate of Status	0
Certified Copy	1
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JUN 16 2011

EXAMINER

ARTICLES OF ORGANIZATION OF  
JUNIOR CAPITAL USA, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, Florida Statute 608 - Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company:

ARTICLE I NAME

The name of this Limited Liability Company shall be  
JUNIOR CAPITAL USA, LLC

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAIL ADDRESS

The principal place of business and mailing address of this company shall be:

80 SW 8<sup>th</sup> Street Ste 2013  
Miami, FL 33130

ARTICLE III MANAGEMENT

Management of this limited liability is reserved to its members, whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Pedro J Duran Manager Member	80 SW 8 <sup>th</sup> Street Ste 2013 Miami, FL 33130
Maria H Pinto Manager Member	80 SW 8 <sup>th</sup> Street Ste 2013 Miami, FL 33130

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ARTICLE IV ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be as determined in accordance with the Regulations of the Limited Liability Company.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Maria H Pinto  
80 SW 8<sup>th</sup> Street Ste 2013  
Miami, FL 33130

ACKNOWLEDGMENT:

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.

  
Maria H. Pinto

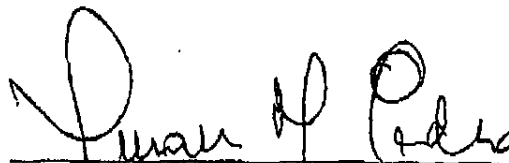
ARTICLE VI MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be as determined in accordance with the Regulations of the Limited Liability Company.

ARTICLE VII DURATION

This Limited Liability Company shall exist perpetually until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

Dated this 14th day of June 2011.

  
\_\_\_\_\_  
Pedro J Duran  
Authorized representative of a member

(In accordance with section 608.408(3),  
Florida Statutes, the execution of this  
document constitutes an affirmation  
under the penalties of perjury that the  
facts stated are true)