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## To:

Division of Corporations  
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Account Name : EMPIRE CORPORATE KIT COMPANY  
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FLORIDA LIMITED LIABILITY CO.  
ALL HYDRAULICS USA, L.L.C.

Certificate of Status	0
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EXAMINER

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name: ALL HYDRAULICS USA, L.L.C.

The name of the Limited Liability Company is:

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 1516 W. 41<sup>st</sup>. Street, Hialeah, Florida 33012.

ARTICLE III - This Limited Liability Company is organized for each and every legal and lawful purpose for which a Limited Liability Company may be organized pursuant to the Florida Limited Liability Company Act, and shall have and may exercise all powers and rights which a Limited Liability Company may exercise under Florida law or the laws of the United States of America.

The general nature of the business and the objects and purposes to be performed and carried on are to do any and all things allowed and permitted to be done by Limited Liability Companies under the Statutes of the State of Florida, and to do any of the following activities, to wit:

- a) to do any and all activities related to or in connection with the repair, rebuilt, purchase, sale, trade and deal in and with any and all hydraulics systems for heavy equipment, parts and accessories for the construction, agricultural and mining industries, for the petroleum and gas industry and distribution systems, and for the needs of the marine and military, and also to do any of the above mentioned activities related to or in connection with computerized security systems to protect any heavy equipment and their operators.
- b) to export from and import into the United States of America and its territories and possessions, and any and all foreign countries, as principal or agent, merchandise of every kind and nature, and to purchase, sell and deal in and with, at wholesale and retail, merchandise of every kind and nature for exportation from and importation into the United States, and to and from all countries foreign thereto, and for exportation from and importation into any foreign country, to and from any other country foreign thereto and to purchase and sell domestic and foreign merchandise in foreign markets, and to do a general foreign and domestic exporting and importing business; to carry on and conduct a general purchase and sale business; to distribute, deliver, purchase and sell goods, wares, merchandise, property, commodities and articles of commerce of every kind and description, and in selling, promoting the sale of, advertising and introducing, and contracting for the sale, introduction, advertisement, and use of, services of all kinds, relating to any and all kinds of businesses for any and all purposes.
- c) to carry out any or more of the purposes and objects herein enumerated as principal,

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factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, partnership, association or corporation.

**ARTICLE IV - Registered Agent, Registered Office and Registered Agent's Signature:**

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

JOSE MARINO ZAMBRANO  
1516 W. 41<sup>st</sup>. Street, Hialeah, Florida 33012

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 as provided in Chapter 608, F.S.

  
\_\_\_\_\_  
JOSE MARINO ZAMBRANO  
Registered Agent

**ARTICLE V - Management:** The Management is reserved to its members.

The Limited Liability Company is to be managed by one or more members and is, therefore, a member-managed company. This Limited Liability Company shall initially have one manager. The number of managers of this company may be changed in accordance with the regulations of the company.

The initial manager shall serve until the first annual meeting of members or until its successor is elected and qualified or until his resignation or death.

The Limited Liability Company may admit additional members if the Majority-in-Interest of the members consent to the admission of the additional members.

The name and address of the managing member is:

"MGRM": JOSE MARINO ZAMBRANO  
1516 W. 41<sup>st</sup>. Street, Hialeah, Florida 33012

**ARTICLE VI - Regulations:**

The regulations of the affairs of this Limited Liability Company may only be adopted, amended, altered or repealed by vote of a majority of the members.

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The Regulations may be stated in an Operating Agreement subject to F.S. 608.423 that shall be in writing and will set forth the interest of each member as well as any other matters about the relationship of the members, managers and managing members and the Limited Liability Company.

Any such Operating Agreement shall be in writing and will take effect on the date of the formation of the Limited Liability Company.

ARTICLE VII - Members' right to continue business:

The members remaining after the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or after any other event which terminates the membership of a member, have the right to continue the business of this Limited Liability Company.

ARTICLE VIII- Amendment:

This Limited Liability Company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

ARTICLE IX - The effective date of this Limited Liability Company is the date of its filing.

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 24<sup>th</sup> Day of October, 2011..

  
JOSE MARINO ZAMBRANO  
Managing Member

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