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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)617-6383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

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

Email Address: _____

FLORIDA LIMITED LIABILITY CO.
VENDEAMERICA, LLC

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|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I

The name of the Limited Liability Company is **VendeAmerica, LLC**

ARTICLE II

This Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to the act.

ARTICLE III

The mailing address and street address of the principal office of the limited liability company is: 100 Miracle Mile, Suite #300, Coral Gables, Florida 33134.

ARTICLE IV

The Name of the Manager and Managing Members shall be:

Carlos E. Casuso
Jose J. Hidalgo
Emigdio Suarez

ARTICLE V

The name and Florida street address of the Registered agent shall be:

Carlos E. Casuso
100 Miracle Mile, Suite #300
Coral Gables, Florida 33134

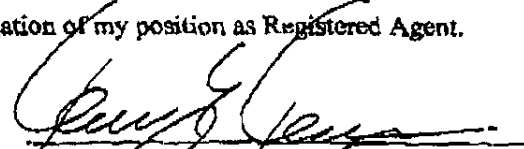
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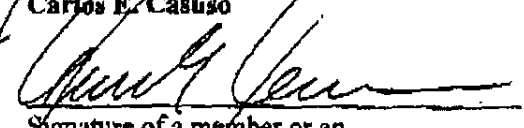
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE/MEMBER/REPRESENTATIVE**

Having been named as Registered Agent and to accept service of process for the above stated Limited Liability Company at the place designated in the Articles of Organization, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.



Signature of Registered agent:
Carlos E. Casuso



Signature of a member or an
Authorized representative of a member
Carlos E. Casuso

(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 herein are true)

Carlos E. Casuso

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