Florida Department of State

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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:

FLORIDA LIMITED LIABILITY CO.

Sea Port USA LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: Sea Port USA LLC

Article II. Address

The street and mailing address of the Company's initial principal office is: Sea Port USA LLC 815 NW 57 Avenue, Suite 144 Miami FL 33126

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Carlos A. Machado 3681 W. Hillsboro Blvd., # E-208 Coconut Creek FL 33073

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.

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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 manager-managed company. The name and address of each manager is:

ANA MARIA VARELA GARCIA 815 NW 57 Avenue, Suite 144 Miami FL 33126

Article VII. Company Existence

The Company's existence shall begin effective as of March 18, 2013.

The undersigned authorized representative of a member executed these Articles of Organization on 3/18/2013.

ANA MARIA VARELA GARCIA

by Valerie Hawk-Donohue as atty-in-fact

SECRETARY OF STATE DIVISION OF CORPORATION AS 18 AM 8: 18

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: Sea Port USA LLC

REGISTERED AGENT/OFFICE:

Carlos A. Machado 3681 W. Hillsboro Blvd., # E-208 Coconut Creek FL 33073

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.

CARLOS A. MACHADO

by Valerie Hawk-Donohue as atty-in-fact

Date: March 18, 2013.

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