

7/15/13

# L13000/00490

Division of Corporations

## Florida Department of State

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**To:**

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

**From:**

Account Name : CORPORATE CREATIONS INTERNATIONAL INC  
Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)694-1639

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### FLORIDA LIMITED LIABILITY CO.

FERRÉ CONSULTING & ASSOCIATES FOOD INGREDIENTS USA LLC

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TALLAHASSEE, FLORIDA

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:

FERRÉ CONSULTING & ASSOCIATES FOOD INGREDIENTS USA LLC

### Article II. Address

The street address of the Company's initial principal office is:

FERRÉ CONSULTING & ASSOCIATES FOOD INGREDIENTS USA LLC  
1221 Brickell Avenue Suite 1540  
Miami FL 33131

The mailing address of the Company's initial principal office is:

FERRÉ CONSULTING & ASSOCIATES FOOD INGREDIENTS USA LLC  
1221 Brickell Avenue Suite 1540  
Miami FL 33131

### Article III. Registered Agent

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

Worldwide Corporate Administrators LLC  
2330 Ponce De Leon Blvd Suite 201  
Coral Gables FL 33134

### 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.

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
(561) 694-8107

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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:


Jose Ramon Ferre Fort  
1221 Brickell Avenue Suite 1540  
Miami FL 33131  
Maria Belen Rodriguez Cigarran  
1221 Brickell Avenue Suite 1540  
Miami FL 33131  
Maria Torres Castella  
1221 Brickell Avenue Suite 1540  
Miami FL 33131  
Luis Riba Carlos  
1221 Brickell Avenue Suite 1540  
Miami FL 33131  
Jose Jorques Gracia  
1221 Brickell Avenue Suite 1540  
Miami FL 33131

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Article VII. Company Existence

The Company's existence shall begin effective as of July 15, 2013.

The undersigned authorized representative of a member executed these Articles of Organization on 7/15/2013.

  
CORPORATE CREATIONS INTERNATIONAL INC.  
Michael Reinhold Vice President  
by Jessica Morales as attorney-in-fact

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
(561) 694-8107

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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

FERRÉ CONSULTING & ASSOCIATES FOOD INGREDIENTS  
USA LLC

### REGISTERED AGENT/OFFICE:

Worldwide Corporate Administrators LLC  
2330 Ponce De Leon Blvd Suite 201  
Coral Gables FL 33134

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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.



WORLDWIDE CORPORATE ADMINISTRATORS LLC  
by Jessica Morales as attorney-in-fact

Date: July 15, 2013.

Corporate Creations International Inc.  
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(561) 694-8107

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