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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.

#### **Balder Advisors LLC**

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## ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: Balder Advisors LLC

#### Article II. Address

The street address of the Company's initial principal office is: Balder Advisors LLC 848 Brickell Ave., Suite 602 Miami FL 33131

The mailing address of the Company's initial principal office is: Balder Advisors LLC 848 Brickell Ave., Suite 602 Miami FL 33131

## Article III. Registered Agent

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

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

## 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.

KOPELOWITZ OSTROW Ferguson Weiselberg Keecht 2525 Ponce de Leon Blvd., Suite 625 Coral Gables FL 33134 305-343-2125

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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:

#### ALBERTO OTERO

848 Brickell Ave., Suite 602 Miami FL 33131 MICHELE PARADISO 848 Brickell Ave., Suite 602 Miami FL 33131

## Article VII. Company Existence

The Company's existence shall begin effective as of September 9, 2013.

The undersigned authorized representative of a member executed these Articles of Organization on 9/9/2013.

KOPELOWITZ OSTROW

by Lauren Vadney as attorney-in-fact

KOPELOWITZ OSTROW Ferguson Welselberg Keechl 2525 Ponce de Leon Blvd., Suite 625 Coral Gables FL 33134 305-343-2125 TILED

OF STATE

ALLAHAS SEE FLORIDA

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## STATEMENT OF REGISTERED AGENT

## LIMITED LIABILITY COMPANY:

Balder Advisors LLC

#### **REGISTERED AGENT/OFFICE:**

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 UNITED STATES

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.

CORPORATE CREATIONS NETWORK-INC

Lauren Vadney, Special Secretary

Date: September 9, 2013.

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KOPELOWITZ OSTROW Ferguson Weiselberg Keechl 2525 Ponce de Leon Blvd., Sulte 625 Coral Gables FL 33134 305-343-2125