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FLORIDA LIMITED LIABILITY CO. AURA FASHION INTERNATIONAL, LLC

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# ARTICLES OF ORGANIZATION OF AURA FASHION INTERNATIONAL, LLC

THE UNDERSIGNED FOR THE PURPOSE OF FORMING A LIMITED LIABILITY COMPANY UNDER THE FLORIDA LIMITED LIABILITY COMPANY ACT. F.S. CHAPTER 608, HEREBY MAKE ACKNOWLEDGE, AND FILE THE FOLLOWING ARTICLES OF ORGANIZATION.

#### ARTICLE I - NAME

THE NAME OF THE LIMITED LIABILITY COMPANY SHALL BE:

**AURA FASHION INTERNATIONAL, LLC** 

#### ARTICLE II - ADDRESS

(A) THE PRINCIPAL ADDRESS OF THE COMPANY SHALL BE:

1500 NE 172 STREET NORTH MIAMI BEACH, FL. 33162

(B) THE MAILING ADDRESS OF THE COMPANY SHALL BE:

1500 NE 172 STREET NORTH MIAMI BEACH, FL. 33162 2013 UC1 ZZ ARIU: ZI

## ARTICLE III - DURATION

THE COMPANY SHALL COMMENCE ITS EXISTENCE ON OCTOBER 17, 2013. THE COMPANY'S EXITENCES SHALL BE PERPERTUAL UNLESS THE COMPANY IS EARLIER DISSOLVED AS PROVIDED IN THESE ARTICLES OF ORGANIZATION.

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#### ARTICLE IV - REGISTERED OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE REGISTERED AGENT OF THE ORGANIZATION IN THE STATE OF FLORIDA IS:

AURA PINEDA DE PINZON 1500 NE 172 STREET NORTH MIAMI BEACH, FL. 33162

#### ARTICLE V - CAPITAL CONTRIBUTIONS

THE MEMBERS OF THE COMPANY SHALL CONTRIBUTE TO THE CAPITAL OF THE COMPANY THE CASH OR PROPERTY SET FORTH IN AND DESCRIBED IN THE LIMITED LIABILITY COMPANY OPERATING AGREEMENT ON FILE AT THE PRINCIPAL OFFICE OF THE COMPANY (THE "OPERATING AGREEMENT")

#### ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTION

EACH MEMBER SHALL MAKE ADDITIONAL CAPITAL CONTRIBUTIONS TO THE COMPAY ONLY ON THE CONSENT OF THE MEMBERS AS SET FORTH IN THE OPERATING AGREEMENT.

#### ARTICLE VII - MANAGEMENT

THE COMPANY SHALL BE MANAGE BY A MANAGER OR MANAGERS IN ACCORDANCE WITH THE ARTICLES OF ORGANIZATION, THE OPERATING AGREEMENT, THE REGULATION ADOPTED BY THE MEMBERS FOR THE MANAGEMENT OF THE COMPANY. THE REGULATIONS AND THE OPERATING AGREEMENT, IF ANY, SHALL DETERMINE THE MANNER IN WHICH SUCH THE MANAGER (S) ARE ELECTED AND APPOINTED, AND MAY CONTAIN ANY PROVISIONS FOR THE REGULATION AND MANAGEMENT OF THE AFFAIRS OF THE COMPANY NOT INCONSISTENT WITH THE LAW OR THESE ARTICLES OF ORGANIZATION THE NAME AND ADDRESS OF THE INITIAL MANAGER OF THE COMPANY IS:

AURA PINEDA DE PINZON 1500 NE 172 STREET NORTH MIAMI BEACH, FL. 33162 MEMBER MANAGER

# **ARTICLE VIII - TERMINATION OF EXISTENCE**

THE COMPANY SHALL BE DISSOLVED ON THE DEATH, BANKRUPTCY, OR DISSOLUTION OF A MEMBER OR ON THE OCCURRENCE OF ANY OTHER EVENT THAT TERMINATES THE CONTINUED MEMBERSHIP OF A MEMBER IN THE COMPANY UNLESS THE BUSINESS OF THE COMPANY IS CONTINUED BY THE CONTENT OF ALL THE REMAINING MEMBERS.

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# ARTICLE IX - INDEMNIFICATION

THE COMPANY SHALL INDEMNIFY EACH MEMBER, MANAGERS AND ORGANIZERS OF THE COMPANY AGAINST ANY AND ALL LIABILITY AND EXPENSES INCURRED BY HIM IN CONNECTION WITH OR ARISING OUT OF ANY ACTION, SUIT OR PROCESSING IN WHICH HE MAY BE INVOLVED BY REASON OF HIS BEING OR HAVING BEEN A MEMBER, MANAGER OF THE COMPANY TO THE FULL EXTENT PERMITTED BY THE LAWS OF THE STATE OF FLORIDA.

IN WITNESS WHEREOF, THE UNDERSIGNED HAS MADE AND SUBSCRIBED THESE ARTICLES OF ORGANIZATION IN MIAMI, FLORIDA ON THIS 17 OF OCTOBER, 2013.

AURA PINEDA DE PINZON

ACKNOWLEDGMENT OF APPOINTED BY REGISTERED AGENT

HAVING BEEN NAMED THE REGISTERED AGENT FOR THE ABOVE ORGANIZATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF ORGANIZATION, I HEREBY ACCEPT THE SAME AND AGREE TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW RELATIVE TO KEEPING THE REGISTERED OFFICE OPEN.

AURA PINEDA DE PINZON