

L14000024248

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H14000033679 3)))



H140000336793ABC0

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

EFFECTIVE DATE

2-11-14

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

Email Address: _____

RECEIVED

14 FEB 11 PM 3:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.
South Fruits LLC

| | |
|-----------------------|----------|
| Certificate of Status | 1 |
| Certified Copy | 0 |
| Page Count | 04 |
| Estimated Charge | \$130.00 |

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 FEB 11 AM 10:31

FILED

H14000033679 3

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
South Fruits LLC

FILED
14 FEB 11 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II. Address

The street address of the Company's initial principal office is:
South Fruits LLC
5757 Collins Avenue # 901
Miami Beach FL 33140

EFFECTIVE DATE
2-11-14

The mailing address of the Company's initial principal office is:
South Fruits LLC
5757 Collins Avenue # 901
Miami Beach FL 33140

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.

MacLachlan & Dennin
Calle 50 y 74, San Francisco
Edificio PH 909, Piso 15, Ciudad de Panamá
Republica de Panamá

H14000033679 3

H14000033679 3

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:

Southern PSS Trading Ltd.
5757 Collins Avenue # 901
Miami Beach FL 33140

Article VII. Company Existence

The Company's existence shall begin effective as of February 11, 2014.

The undersigned authorized representative of a member executed these Articles of Organization on 2/11/2014.



MACLACHLAN & DENNIN

by Kristine Roy as attorney-in-fact

MacLachlan & Dennin
Calle 50 y 74, San Francisco
Edificio PH 909, Piso 15, Ciudad de Panamá
República de Panamá

H14000033679 3

H14000033679 3

STATEMENT OF REGISTERED AGENT

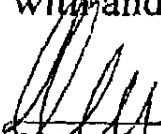
LIMITED LIABILITY COMPANY:

South Fruits 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.

by Kristine Roy, Special Secretary

Date: February 11, 2014.

MacLachlan & Dennin
Calle 50 y 74, San Francisco
Edificio PH 909, Piso 15, Ciudad de Panamá
República de Panamá

H14000033679 3