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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

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.

FUSA Management LLC

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$130.00

B. BOSTICK

FEB 17 2014

2/13/14 2:58 PM

TRANSMISSION VERIFICATION REPORT

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Division of Corporations

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**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of this Limited Liability Company is:

FUSA Management LLC

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of this Limited Liability Company is:

4203 Ponce de Leon Boulevard, Suite 110
Coral Gables, Florida 33146

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the registered agent is:

William L. Rafferty, Jr., Esq.
The Rafferty Law Firm, P.A.
1401 Brickell Avenue, Suite 420
Miami, Florida 33131

**ARTICLE IV
PURPOSE**

The purpose for which this Limited Liability Company is formed is to engage in any lawful acts or activities, for which limited liability companies may be formed under Chapter 605 of the Statutes of the State of Florida, as amended.

**ARTICLE V
DURATION**

This Limited Liability Company shall exist perpetually, unless dissolved according to law.

ARTICLE VI
MANAGEMENT

This Limited Liability Company shall have one initial Manager, and shall be a manager-managed company. The name and address of the initial Manager is as follows:

Aldo Furfaro
4203 Ponce de Leon Boulevard, Suite 110
Coral Gables, Florida 33146

ARTICLE VII
ADMISSION OF ADDITIONAL MEMBERS

New Members may be admitted by the unanimous vote of, and upon such terms as, the then current Members of this Limited Liability Company may determine at the time of the application by, or on behalf of, a proposed new Member.

ARTICLE VIII
MEMBERS' RIGHTS TO CONTINUE BUSINESS

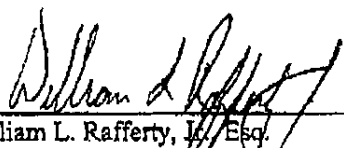
The remaining Members of this Limited Liability Company shall have the right to continue the business of this Limited Liability Company, upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which would ordinarily terminate the continued membership of a Member of this Limited Liability Company.

ARTICLE IX
INDEMNIFICATION

(A) This Limited Liability Company shall indemnify any person, who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that he or she is or was a Member, Managing Member or employee of this Limited Liability Company, or is or was serving at the request of this Limited Liability Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of this Limited Liability Company, and, with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or plea of *nolo contendere* or its equivalent shall not, in and of itself, create a presumption that the person did not act in good faith and in a manner, which he or she reasonably believed to be in, or at least not opposed to, the best interests of this Limited Liability Company.

(B) The foregoing indemnification shall not apply in the case of an action, suit or proceeding instituted by one or more Members of this Limited Liability Company, if the claim, matter or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the Member(s) seeking indemnification; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such Member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties and amounts paid in settlement as determined by the court.

(C) Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by this Limited Liability Company in advance of the final disposition of such action, suit or proceeding, as authorized by a majority in interest of its Members, upon receipt of an undertaking by such person to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the corporation.



William L. Rafferty, Jr., Esq.
Authorized Representative

RECEIVED
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FBI - NEW YORK

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
FUSA MANAGEMENT LLC**

PURSUANT TO THE PROVISIONS OF SECTIONS 605.415 OR 605.507, FLORIDA STATUTES, AS AMENDED, THIS UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT, IN DESIGNATING ITS REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of this Limited Liability Company is:

FUSA Management LLC

2. The name and address of its Registered Agent and Registered Office is:

William L. Rafferty, Jr., Esq.
The Rafferty Law Firm, P.A.
1401 Brickell Avenue, Suite 420
Miami, Florida 33131

Having been named as the Registered Agent and to accept service of process for the above-stated Limited Liability Company at the office designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in such capacity. I further agree to comply with the provisions of all of the statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the Registered Agent thereof.



William L. Rafferty, Jr., Esq.

Date: 2-14-14



February 14, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations
CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: FUSA-LLC
REF: W14000009599

Please
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The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

The document number of the name conflict is P02000124664.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Barbara Bostick
Regulatory Specialist II

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