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Division of Corporations

Fax Number : (850)617-6383

From:

: CORPORATE CREATIONS INTERNATIONAL INC. Account Name

Account Number : 110432003053

Phone : (561)694-8107

: (561)828-2262 Fax Number

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iCapital Project Management, LLC

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#### ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: iCapital Project Management, LLC

#### Article II. Address

The street address of the Company's initial principal office is: iCapital Project Management, LLC 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

The mailing address of the Company's initial principal office is: iCapital Project Management, LLC 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

#### 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 assigner was entitled, to the extent assigned.

Cynthia J. Arevalo P.O. Box 1104 Hallandale FL 33008 954.367.2327 SECRETARY OF STATE

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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:

Jaime Herdoiza Holguín
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

SECRETARY OF STATE
SECRETARY OF STATE

## Article VII. Company Existence

The Company's existence shall begin effective as of September 26, 2014.

The undersigned authorized representative of a member executed these Articles of Organization on 9/29/2014.

CYNTHIA J. AREVALO

by Lauren Vadney as attorney-in-fact

Cynthia J. Arevalo P.O. Box 1104 Hallandale FL 33008 954,367.2327 H14000227645

## STATEMENT OF REGISTERED AGENT

#### LIMITED LIABILITY COMPANY:

iCapital Project Management, 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 26, 2014.

Cynthia J. Arevalo P.O. Box 1104 Hallandale FL 33008 954.367.2327