

Division of Corporations

Page 1 of 2

L14000167496

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.

(((H14000249437 3)))



H140002494373ABC1

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 : DESPACHANTE BRASILEIRO
Account Number : I20020000075
Phone : (954) 786-7180
Fax Number : (954) 786-8250

****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 OCT 27 PM 12:00

DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

**FLORIDA LIMITED LIABILITY CO.
VINHEDO, LLC.**

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$130.00

EFFECTIVE DATE

10/24/14

FILED
14 OCT 24 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

am
10/28/14



October 27, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

DESPACHANTE BRASILEIRO

SUBJECT: VINEEDO, LLC
REF: W14000064999

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

There are two sets of Articles of Organization included in your Fax filing. Please return the document with only one set of Articles. Also, the Certificate of Incumbency for VINEYARD LTD. is not required. Please remove this page from your filing.

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.

Elliott R McCaskill
Registration Specialist II

FAX Aud. #: H14000249437
Letter Number: 614A00022887

RECEIVED

14 OCT 27 PM 12:00

DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 OCT 24 AM 11:31

FILED

VINHEDO, LLC.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE 1 - NAME

The name of the Limited Liability Company is VINHEDO, LLC.

ARTICLE 2 - PRINCIPAL OFFICE

The address of the principal office of the Limited Liability Company is 14 Largo Way, Boynton Beach, FL 33426.

The mailing address is the same.

ARTICLE 3 - PURPOSE

Real Estate Investments.

ARTICLE 4 - 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.

ARTICLE 5 - 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 member 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 distributions of profits.

ARTICLE 6 - REGISTERED AGENT

The name and Florida Street address of the registered agent is:

Danilo Fiorini - 14 Largo Way, Boynton Beach, FL 33426

EFFECTIVE DATE 10/24/14

DESPACHANTE BRASILEIRO

3961 N. FEDERAL HWY. • POMPAÑO BEACH • FL • 33064

TELEPHONE: (954) 786-7180 • FACSIMILE: (954) 786-8250

FILED
OCT 24 AM 11:31
CLERK OF STATE
TALLAHASSEE, FLORIDA

VINHEDO, LLC.

ARTICLE 7 - MANAGER(S)

The Manager(s) of the Limited Liability Company is (are):

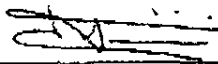
AMBR/MGR: Vineyard Ltd
238 North Church Street 3rd Floor
Whitehall House, PO Box 1334
George Town, Grand Cayman KY1-1108
Cayman Islands

ARTICLE 8 - COMPANY EXISTENCE

The company's existence shall begin effective as October 24, 2014.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF
INCORPORATION**

Having been designated as the registered agent in the above and foregoing Articles of Organization and to accept service of process for the above stated limited liability Company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

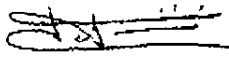


Danilo Fiorini

Signature of member or an authorized representative

We are the members or authorized representatives submitting these Articles of Organization and affirm that the facts stated herein are true. We are aware that false information submitted in document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. We understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.

Pompano Beach, October 24, 2014



VINEYARD LTD
DANILO FIORINI

DESPACHANTE BRASILEIRO

3961 N. FEDERAL HWY. • POMPAÑO BEACH • FL • 33064

TELEPHONE: (954) 786-7180 • FACSIMILE: (954) 786-8250

FILED
OCT 24 AM 11:31
DEPT. OF STATE
TALLAHASSEE, FLORIDA