

# L15000030752

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.**

((H15000043888 3)))



H150000438883ABC4

**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 : (950) 617-6383

From:

Account Name : BARBOSA LEGAL  
Account Number : T20110000049  
Phone : (305) 501-4680  
Fax Number : (305) 359-9543

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

**Email Address:** bbarbosa@barbosalegal.com

**FLORIDA LIMITED LIABILITY CO.  
TS PHARMA USA, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

H15000043888 3

RECEIVED

15 FEB 19 AM 10:00

FLORIDA DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS  
AND COMMERCIAL INFORMATION SERVICES

FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

2015 FEB 19 AM 8:26

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

K. SALLY  
EXAMINER  
FEB 20 2015

H15000043888 3

ARTICLES OF ORGANIZATION  
OF  
TS PHARMA USA, LLC

FILED  
2015 FEB 19 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 605 of the Florida Statutes (the "Florida Revised Limited Liability Company Act"), the undersigned representative of the members, for the purposes of forming a Florida limited liability company, hereby adopts the following Articles of Organization:

ARTICLE 1  
NAME

The name of the company is TS PHARMA USA, LLC (the "Company").

ARTICLE 2  
DURATION AND PLACE OF BUSINESS

The period of duration of the Company is perpetual and its principal place of business is at 407 Lincoln Road, Penthouse NE, Miami Beach, Florida 33139. The Company may also maintain an office or offices at such other place or places, either within or without the State of Florida as may be determined, from time to time, by the Company's manager.

ARTICLE 3  
MAILING ADDRESS

The Company's mailing address will be at 407 Lincoln Road, PH-NE, Miami Beach, Florida 33139.

ARTICLE 4  
PURPOSE

The purposes for which the Company is organized are to engage in any lawful act or activity for which companies may be organized under the Florida Revised Limited Liability Company Act.

ARTICLE 5  
REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the Company shall be located at 407 Lincoln Road PH-NE, Miami Beach, Florida 33139, or at such location as may be determined by the Company's managers; and the Company's registered agent shall be Barbosa Legal.

ARTICLE 6  
MANAGEMENT

H15000043888 3

H15000043888 3

Subject to the provisions of the Florida Revised Limited Liability Company Act, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Company:

6.1. The management of the Company is vested in the Managers, as defined in the Company's Operating Agreement.

6.2. Initial Manager. The name of the Company's initial Manager is Samuel Rodovalho, an individual, whose mailing address is 407 Lincoln Road, Penthouse NE, Miami Beach, Florida 33139.

#### ARTICLE 7

#### LIMITATION OF LIABILITY OF MANAGERS AND MANAGING MEMBERS

The liability of the managers and managing members of the Company for monetary damages shall be eliminated to the fullest extent permissible under Section 605.04093 of the Florida Revised Limited Liability Company Act.

#### ARTICLE 8

#### INDEMNIFICATION OF COMPANY'S AGENTS.

Subject to the applicable limits set forth in Section 605.04093(2) of the Florida Revised Limited Liability Company Act, the Company is authorized to provide indemnification of its members, managers, managing members, officers, employees, and agents through operating agreement provisions.

IN WITNESS WHEREOF, the undersigned have hereunto executed these Articles of Organization on this 19<sup>th</sup> day of February 2015.

/s/ Bruna Barbosa

Bruna J. Barbosa, Esq.

as Authorized Representative of the Manager

TS PHARMA USA, LLC

ACCEPTANCE OF THE REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for TS Pharma USA, LLC.

/s/ Bruna Barbosa

Bruna Barbosa, Esq.

Date: February 19, 2015

H15000043888 3

FILED  
2015 FEB 19 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA