

Division of Corporations

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Florida Department of State
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Account Number : 110432003053
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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
AXN GLOBAL PROPERTIES LLC**

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted by the members pursuant to section 605.0202, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: AXN Global Properties LLC

Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on July 2, 2015.

Article III. Address

The Company's street and mailing address is:

AXN Global Properties LLC
MMG Tower, 23th Floor, Ave. del Pacifico and Ave.
Paseo del Mar, Costa del Este Panama, Republic of Panama

Article IV. 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 UNITED STATES

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Article V. 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 VI. 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 VII. Management

This will be a manager-managed company. The name and address of each manager is:

LINETH DEL CARMEN PONCE VERGARA

MMG Tower, 23th Floor, Ave. del Pacifico and Ave. Pasco del Mar, Costa del Este Panama, Republic of Panama

Article VIII. Membership

The name and address of the Member of the Company is:

Templeton Management Capital Inc.

Suite 102, Saffrey Square, Bank Lane & Bay Street

P.O. Box CB 13937, Bahamas

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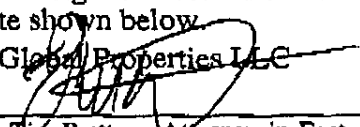
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Article IX. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below

AXN Global Properties LLC

By: 

by Tim Pratt as Attorney-in-Fact

Name: LINETH DEL CARMEN PONCE VERGARA

Title: MGR

Date: July 9, 2015

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:

AXN Global Properties LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

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420 Lexington Ave, Suite 300
New York NY 10170
212-980-0340

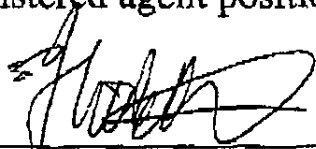
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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS NETWORK INC.
Tim Pratts, Special Secretary

Date: July 9, 2015

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