

4/21/2016 3:41 PM To: 508 814 77859

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Florida Department of State  
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**FLORIDA LIMITED LIABILITY CO.  
VENUS AG, LLC**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
VENUS AG, LLC**

The undersigned, being the Sole Organizer, desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I  
NAME**

The name of the limited liability company VENUS AG, LLC (the "Company").

**ARTICLE II  
ADDRESS**

The principal office and mailing address of the Company is:

12001 NW 5<sup>TH</sup> Street  
Miami, Florida 33182

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The Company designates 175 SW 7<sup>th</sup> Street, Suite 1900, Miami, Florida 33130, as the street address of the initial registered office of the Company and names MDO Corporate Services LLC its initial registered agent at that address to accept service of process within this state.

**ARTICLE IV  
DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

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**ARTICLE V**  
**AUTHORIZED UNITS**

The Company is authorized to issue Ten Thousand (10,000) membership units, par value \$0.01 per unit.

**ARTICLE VI**  
**MANAGEMENT**

The business of the Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until his, her or their successor(s) is/are duly elected and qualified.

**ARTICLE VII**  
**MANAGERS**

The name and address of the initial Manager of the Company is:

Jose A. Montes de Oca  
12001 NW 5<sup>TH</sup> Street  
Miami, Florida 33182

Christina Montes de Oca  
12001 NW 5<sup>TH</sup> Street  
Miami, Florida 33182

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**ARTICLE VIII**  
**PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

**ARTICLE IX**  
**ADDITIONAL MEMBERS**

Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, unless otherwise set forth in the Operating Agreement of the Company, if applicable.

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**OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Managers of the Company in the manner set forth in the Operating Agreement of the Company, if any.

**ARTICLE XI**  
**EFFECTIVE DATE**

The effective date of these Articles of Organization is April 21, 2016.

[SIGNATURE ON FOLLOWING PAGE]

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**IN WITNESS WHEREOF**, the undersigned has hereunto set its hand and seal this 21st day of April, 2016.

**ORGANIZER:**

A handwritten signature in black ink, appearing to read 'Richard Montes de Oca', written over a horizontal line.

Richard Montes de Oca

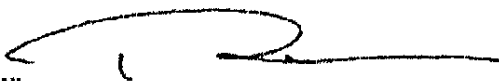
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### ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for VENUS AG, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position this 21 day of April, 2016.

MDO CORPORATE SERVICES LLC

By:   
Richard Montes de Oca, Manager

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