

Division of Corporations

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Florida Department of State  
Division of Corporations  
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TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.  
PRIMO USA, LLC

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JUN 23 2016

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**ARTICLES OF ORGANIZATION  
OF  
PRIMO USA, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

In forming a Florida Limited Liability Company (the "Company") under the Florida Revised Limited Liability Act, Chapter 605 of the Florida Statutes, the undersigned adopts the following Articles of Organization:

**ARTICLE I  
NAME**

The name of the Company is **PRIMO USA, LLC**

**ARTICLE II  
ADDRESS**

The principal office and mailing address of the Company is: 3339 Virginia Street, Suite 120, Miami, Florida 33133.

**ARTICLE III  
REGISTERED AGENT AND REGISTERED ADDRESS**

The Registered Agent of the Company is Alvaro R. Gonzalez, the address of which is: 3339 Virginia Street, Suite 120, Miami, Florida 33133.

**ARTICLE IV  
MANAGEMENT**

The Company shall be **MANAGER MANAGED**. The initial managers who shall serve until the first annual meeting of the members or until a successor(s) is elected and qualified are as follows:

Ivan S. Bornes  
3339 Virginia St., Ste. 120  
Miami, FL 33133

Michael Turner  
8026 Candle Lane  
Houston, TX 77071

Alvaro Gonzalez  
3339 Virginia St., Ste. 120  
Miami, FL 33133

**ARTICLE V  
PURPOSE**

The purpose for which this Company is organized is any and all lawful business.

IN WITNESS WHEREOF, the undersigned authorized representative has hereunto set his hand and seal on this 22nd day of June, 2016.

  
\_\_\_\_\_  
Miguel Armenteros, Esq.  
Authorized Representative

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

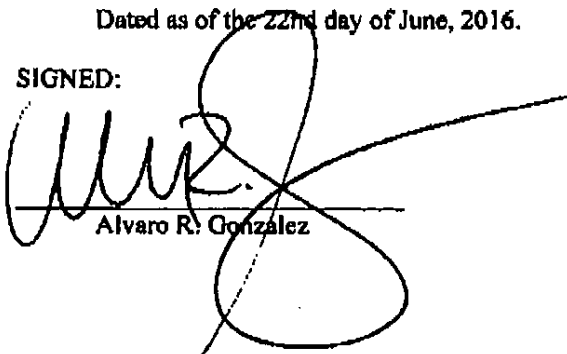
The name of the Company is PRIMO USA, LLC.

The Registered Agent of the Company is Alvaro R. Gonzalez, with registered address in: 3339 Virginia Street, Suite 120, Miami, Florida 33133.

Having been named as registered agent and to accept service of process for the foregoing 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.

Dated as of the 22nd day of June, 2016.

SIGNED:



Alvaro R. Gonzalez

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