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Florida Department of State

Division of Corporations

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**FLORIDA LIMITED LIABILITY CO.**

**Overtown 420 Holdings, LLC**

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Corporate Filing Menu

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J. FASON

SEP 26 2016

## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Overtown 420 Holdings, LLC

### Article II. Address

The street address of the Company's initial principal office is:  
Overtown 420 Holdings, LLC  
2020 Ponce De Leon Blvd Suite 1103  
CORAL GABLES FL 33134

The mailing address of the Company's initial principal office is:  
Overtown 420 Holdings, LLC  
2020 Ponce De Leon Blvd Suite 1103  
CORAL GABLES FL 33134

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Manny Vadillo, Esq.  
1200 Brickell Avenue, Suite 1480  
Miami FL 33131

### Article IV. 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.

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
(561) 694-8107

#### Article V. 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 VI. Management

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

AP Pardo Holdings, LTD  
2020 Ponce De Leon Blvd Suite 1103  
CORAL GABLES FL 33134  
Fausto E. Callava  
2020 Ponce De Leon Blvd Suite 1103  
CORAL GABLES FL 33134

#### Article VII. Company Existence

The Company's existence shall begin effective as of September 26, 2016.

The undersigned authorized representative of a member executed these Articles of Organization on 9/26/2016.



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CORPORATE CREATIONS INTERNATIONAL INC.

Jim "JP" Perkins Executive Vice President and Chief Relationship Officer  
by Jessica Morales as attorney-in-fact

Corporate Creations International Inc.  
11380 Prosperity Farms Road #221E  
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## STATEMENT OF REGISTERED AGENT

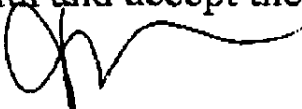
### LIMITED LIABILITY COMPANY:

Overtown 420 Holdings, LLC

### REGISTERED AGENT/OFFICE:

Manny Vadillo, Esq.  
1200 Brickell Avenue, Suite 1480  
Miami FL 33131  
UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. 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.



\_\_\_\_\_  
MANNY VADILLO, ESQ.

by Jessica Morales as attorney-in-fact

Date: September 26, 2016.

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