

## Florida Department of State

## Division of Corporations

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## To:

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**FLORIDA LIMITED LIABILITY CO.  
BRWOOD, LLC**

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MAR 10 2017

**ARTICLES OF ORGANIZATION  
OF  
BRWOOD, LLC**

The undersigned hereby subscribes to these Articles of Organization for a Limited Liability Company under the Laws of the State of Florida.

**ARTICLE I**

The name of this limited liability company is:

**BRWOOD, LLC**

**ARTICLE II**

The mailing address of the principal office of this limited liability company shall be 2020 NW 129 AVE #206 Miami, FL 33182 and such other place or places as the members from time to time may determine.

The name and address of the initial registered agent is:

Arena J Prado-Acosta 1470 NW 107<sup>th</sup> Ave #E  
Miami, FL 33172

**ARTICLE III**

The period of duration for the limited liability Company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida. The date of existence shall begin upon the filing of these Articles of Organization and upon acceptance by the Secretary of State. This limited liability company may engage in any activity or business permitted under the laws of the United States and the laws of the State of Florida. Without limiting any of the purposes, powers and objects of this limited liability company it is expressly declared and provided that his limited liability company shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of its objects, to make and perform contracts of any kind and description and to do any and all other acts, to exercise any and all powers either as principal, agent or broker, conferred by the laws of Florida upon limited liability companies, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

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## ARTICLE IV

The Limited Liability Company shall be managed by the board of directors composed by 1 (one) Chief Executive Officer (CEO) and 1 (one) Chief Financial Officer (CFO), for a mandate of 2 (two) years, that may be extended.

The duties of the Chief Executive Officer (CEO) are, exclusively:

- I. Manage the whole company;
- II. Manage and agreement of commercial transactions;
- III. Prospect clients;
- IV. Represent the company in commercial transaction;
- V. Represent the company in courts, arbitration and mediation;

The rights and duties of the Chief Financial Officer (CFO) are:

- I. Manage company finances;
- II. Elaborate negotiations analyses;
- III. Open and close accounts, along with the CEO;
- IV. Get bank loans, along with the CEO;
- V. Report weekly the financial transactions, to the CEO;
- VI. Report monthly the accounting balance sheet;

The duties of the members shall be set in the regulations of this limited liability company, which are incorporated in this article and in others agreements of equal validity.

The name and address of the initial member of this limited liability company is:

BRUNO MARCIO BARBOSA DOS REIS

2020 NW 129, AVE #206  
Miami, FL 33182

The name and address of the Chief Executive Officer (CEO) member is:

BRUNO MARCIO BARBOSA DOS REIS

2020 NW 129, AVE #206  
Miami, FL 33182

The name and address of the Chief Financial Officer (CFO) member is:

WENDELL ALEXANDRE PAES DE  
ANDRADE DE OLIVEIRA

Avenida Iguaçu, nº 1003, Apto 301,  
Curitiba, PR, 80240031, BRAZIL

**ARTICLE V**

In the event of withdrawal, retirement, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member, this limited liability company shall remain in existence and continue in business pursuant to the applicable provisions of the regulations.

**ARTICLE VI**

The members of the limited liability Company shall adopt regulations containing all provisions for the regulation and management of this company, which shall be consistent with the law or these articles.

**ARTICLE VII**

A member's interest in this limited liability company may be transferred only with the unanimous written consent of all remaining members if the transferee intends to become a member.

**ARTICLE VIII**

These articles may be amended at any time by the unanimous consent of the members as deemed appropriate to facilitate the accomplishment of the purpose of the limited liability Company, and the amendment shall be executed and duly filed with the Florida Department of State.

The undersigned authorized representative Bruno Marcelo Barbosa Dos Reis member of BRWOOD LLC depose and says:

The above named limited liability Company has one managing member:

**Bruno Marcelo Barbosa Dos Reis**

Name of Authorized Representative of Member

Signature of Authorized Representative of Member

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

PURSUANT TO THE PROVISIONS OF SECTION 605, FLORIDA  
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS  
THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED  
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

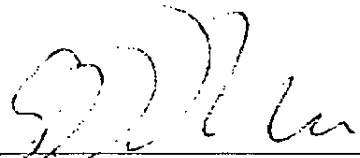
The name of the limited liability company is:

BRWOOD, LLC

The name and address of the registered agent and office is:

Arena J Prado-Acosta  
1470 NW 107<sup>th</sup> Ave #E  
Miami, FL 33172

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

  
Signature of Registered Agent

3/09/2017  
Date

FILED  
MAR 9 2017  
17 MAR -9 PM 1:18  
TALLAHASSEE, FLA.