

From:

01/25/2018 12:35

#842 P.001/003

Division of Corporations

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Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet  
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To:

Division of Corporations  
Fax Number : (850) 617-6391

From:

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Email Address: \_\_\_\_\_

**FLORIDA LIMITED LIABILITY CO.  
GEMSTONE MERCHANT SERVICES LLC**

|                       |          |
|-----------------------|----------|
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| Page Count            | 03       |
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#842 P.002/003

**ARTICLES OF ORGANIZATION  
OF  
GEMSTONE MERCHANT SERVICES, LLC**

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a limited liability company under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the limited liability company is **Gemstone Merchant Services, LLC**

**ARTICLE II. ADDRESS**

The mailing address of the principal office of the limited liability company is 8181 NW 154<sup>th</sup> Street, Suite 250, Miami Lakes, FL 33016 and the street address of the principal office of limited liability company is the same.

The street address of the initial registered office of the limited liability company is 115 North Calhoun Street, Suite 4, Tallahassee, FL 32301 and the name of the initial registered agent of the limited liability company at that address is Cogeney Global, Inc.

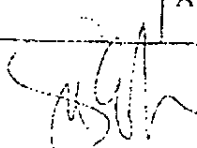
**ARTICLE III. TERM OF EXISTENCE**

The limited liability company is to exist perpetually.

**ARTICLE IV. MANAGERS**

The Name and address of each person authorized to manage and control the Limited Liability Company:

|                                                                                                                   |                                                                                                         |
|-------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|
| <u>Title:</u> Manager                                                                                             | <u>Title:</u> Manager                                                                                   |
| <u>Name and Address:</u><br>Carlos Romero<br>8181 NW 154 <sup>th</sup> Street, Suite 250<br>Miami Lakes, FL 33016 | <u>Name and Address:</u><br>Serafin Fuente<br>2090 Dunwoody Club Dr. Suite 106-160<br>Atlanta, GA 30350 |

  
Carlos Romero, Authorized Representative of a Member

*Signature of a member or authorized representative of a member.*

(In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

**CERTIFICATE OF DESIGNATION**

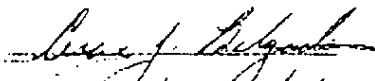
**REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISION 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.

1. The name of the limited liability company is **Gemstone Merchant Services, LLC.**
2. The name of the address of the registered agent and office is:

Cogency Global, Inc.  
115 North Calhoun Street  
Suite 4  
Tallahassee, Fl 32301

*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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, F.S.*

  
Assistant Secretary