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# FLORIDA LIMITED LIABILITY CO. DICSA AMERICA LLC

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# ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: DICSA AMERICA LLC

## Article II. Address

The street and mailing address of the Company's initial principal office is: DICSA AMERICA LLC 2875 N.E. 191 Street, Suite 302 Aventura FL 33180

#### Article III. Registered Agent

The name and street address of the Company's registered agent is:

YH & S Accounting & Financial Consultants, Inc. 2875 N.E. 191 Street, Suite 302
Aventura FL 33180

# 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.

YH & S Accounting & Financial Consultants, Inc. 2875 N.E. 191 Street, Suite 302 Aventura FL 33180 305-935-4160

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#### 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: IRENE CARMEN LEQUERICA 2875 N.E. 191 Street, Suite 302 Aventura FL 33180

EDUARDO RISCO OTAOLARRUCHI 2875 N.E. 191 Street, Suite 302 Aventura FL 33180

DANIEL CARMEN GARCÉS 2875 N.E. 191 Street, Suite 302 Aventura FL 33180

#### Article VII. Officers

The Company's officers are:

President

Secretary

MARTA ALQUEZAR LOPEZ

Treasurer

MARIA CARMEN BEGUER GAZO

Vice President

## Article VII. Company Existence

The Company's existence shall begin effective as of February 23, 2018. The undersigned authorized representative of a member executed these Articles of Organization on February 23, 2018.

YH & S ACCOUNTING & FINANCIAL CONSULTANTS, INC.

Carlos M Alvarez Attorney-in-Fact

YH & S Accounting & Financial Consultants, Inc. 2875 N.E. 191 Street, Suite 302 Aventura FL 33180 305-935-4160

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## STATEMENT OF REGISTERED AGENT

# LIMITED LIABILITY COMPANY: DICSA AMERICA LLC

### REGISTERED AGENT/OFFICE:

YH & S Accounting & Financial Consultants, Inc. 2875 N.E. 191 Street, Suite 302 Aventura FL 33180

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.

YH & S ACCOUNTING & FINANCIAL CONSULTANTS, INC.

Carlos M Alvarez, Attorney-in-Fact

Date: February 23, 2018

YH & S Accounting & Financial Consultants, Inc. 2875 N.E. 191 Street, Suite 302 Aventura FL 33180 305-935-4160