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**FLORIDA LIMITED LIABILITY CO.
PROINVEST USA LLC**

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ARTICLES OF ORGANIZATION

FOR

PROINVEST USA LLC

ARTICLE I - NAME

The name of the Limited Liability Company is:

PROINVEST USA LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

8300 NW 53RD STREET, STE 350
DORAL, FL 33166

ARTICLE III - BUSINESS PURPOSE

The purpose of the Limited Liability Company is to engage in any lawful act or activity for which the limited liability companies may be formed under the Florida Revised Limited Liability Company Act of the State of Florida (the "Act").

ARTICLE IV - MANAGEMENT OF BUSINESS

The name and address of the managers of this Limited Liability Company are:

<u>NAME</u>	<u>ADDRESS</u>
Maria P. Llop	1305 MAJESTY TERRACE WESTON, FL 33327
Paola J Peccoud	609 LIVE OAK LANE WESTON, FL 33327
Luigi Ranieri	8300 NW 53 RD STREET, STE 350 DORAL, FL 33166
Johenny Martinez	8300 NW 53 RD STREET, STE 350 DORAL, FL 33166

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The business of this Limited Liability Company shall be managed by the managers in a meeting, or by written consent without a meeting. Maria P. Llop, Paola J Peccoud, Luigi Ranieri, and Johenny Martinez are hereby appointed as Managers to carry out, subject to the direction of members, the day to day business of this Limited Liability Company.

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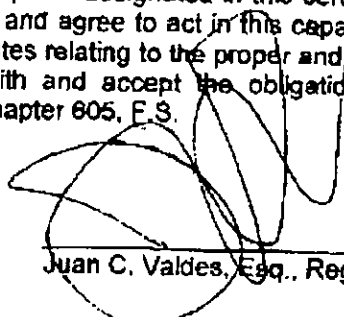
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ARTICLE V – REGISTERED AGENT, REGISTERED OFFICE &
REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent is:

Juan C. Valdes, Esq.
1313 Ponce De Leon Blvd., Suite 200
Coral Gables, Florida 33134

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 as provided for in Chapter 605, F.S.



Juan C. Valdes, Esq., Registered Agent

ARTICLE VI – AMENDMENTS

These articles may be amended from time to time by a unanimous written consent of all the members, and the amendment shall be filed, duly signed by all members of this Limited Liability Company, with the Florida Department of State.

(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.)

Luigi Ranieri

Luigi Ranieri

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