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DAVID LANIGAN, P.A.

Attorney & Counselor at Law 15310 Amberly Drive, Suite 250 Tampa, Florida 33647

Phone (813) 983-0655 Fax (813) 983-0665

E-mail: Dave@LaniganLaw.com Website: http://www.LaniganLaw.com

June 12, 2018

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee. FL 32314

David C. Lanigan, J.D., LL.M.

Via U.S. Mail

Re:

ARTICLES OF ORGANIZATION OF A & F EMBRYO EXPORT, LLC

Dear Sirs:

Enclosed are:

- The original of the Articles of Organization of A & F Embryo Export, LLC, including the Certificate of Designation of and Acceptance by Registered Agent, to be filed immediately;
- 2. A <u>duplicate copy</u> of the Articles and the Certificate, to be file-stamped and returned to me.
- 3. A check in the amount of \$125.00, made payable to the Florida Department of State, which covers the filing fee for the Articles and the Certificate.

Please (1) file the Articles and (2) return a file-stamped copy of the dunificate original Articles to me via U.S. Mail.

Please do not hesitate to call me if you have any questions or comments. Teank you for your assistance.

Sincerely,

David C. Lanigan, J.D., EL.M.

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ARTICLES OF ORGANIZATION OF A & F EMBRYO EXPORT, LLC

The undersigned, acting as the organizers of a limited liability company to be formed under the Florida Revised Limited Liability Company Act, codified in Chapter 605, Florida Statutes (hereinafter the "Act"), hereby form a Florida limited liability company ("Company") pursuant to the Act and hereby set forth the following Articles of Organization (these "Articles").

ARTICLE I Name

The name of this Company shall be: A & F Embryo Export, LEC

ARTICLE II Address of Business

The mailing address of the principal office of this Company shall be 15918 Wyndover Road, Tampa, FL 33647 and such other place or places as may be designated by the manager from time to time.

The street address of the principal office of this Company shall be 15918 Wyndover Road, Tampa, FL 33647, and such other place or places as may be designated by the managers from time to time.

ARTICLE III Management of Business

The management of this Company shall be vested entirely in its manager or managers. The name and address of its managers, who shall serve until the first annual meeting of members or until her successor is duly elected and qualified, are as follows.

<u>Name</u> <u>Address</u>

Anneris A. Paredes de Zaglul 15918 Wyndover Road, Tampa, FL 33647

The manager(s) shall be elected by the members of this Company at the Company's annual meeting each year by the vote of a majority-in-interest of members of this Company. For purposes of these Articles, "majority-in-interest of the members" means members owning more than fifty percent (50%) of the then-current percentage or other interest in the profits of the Company.

ARTICLE IV Commencement Date and Duration

This Company shall commence on the date and time when the Articles are filed in the Department of State, in accordance with the provisions of Section 605.0201 and Section 605.0207, Florida Statutes, and shall continue perpetually or until dissolved in accordance with Section 605.0707, Florida Statutes, to wit:

- (a) by written consent of <u>all</u> of its members; or
- (b) upon the occurrence of one or more events specified in the operating agreement; or
 - (c) upon entry of an order of dissolution by a court of competent jurisdiction; or
- (d) at any time there are no members, unless, within 90 days after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company, as provided in §605.0701(3) of the Florida Statutes.

Anneris A. Paredes de Zaglul, Member and Manager

In accordance with Section 605.0203, 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 of any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

Anneris A. Paredes de Zaglul, Member-Manager

CERTIFICATE OF DESIGNATION AND ACCEPTANCE REGISTERED AGENT

Pursuant to Sections 605.0113 and 605.0203(1)(b) of the Florida Statutes, this Limited Liability Company submits the following statement in designating the Registered Office and Registered Agent in the State of Florida.

- 1. The name of the Limited Liability Company is A & F Embryo Export, LLC.
- 2. The name and address of the registered agent and office are:

David C. Lanigan, J.D., LL.M. DAVID LANIGAN, P.A 15310 Amberly Drive; Suite 250 Tampa, Florida 33647-1642

Having been named Registered Agent and designated to accept service of process for the above-stated Company at the place designated in this certificate. I hereby agree to act in this capacity. I further agree to comply with all statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 605, Florida Statutes.

Datad:

2018.

David C. Lanigan, J.D., LE.M., Registered Agent