

Division of Corporations

Florida Department of State
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To: Division of Corporations
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From: Account Name : LEGALINC CORPORATE SERVICES INC.
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FLORIDA LIMITED LIABILITY CO.
THEODORA AMERICAS LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
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SECRETARY OF STATE
TALLAHASSEE, FL

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ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

THEODORA AMERICAS LLC

ARTICLE I

NAME

The name of the Florida Limited Liability Company is

THEODORA AMERICAS LLC

ARTICLE II

DURATION

This Company shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III

PURPOSE

This company, through its officers and employees shall be authorized to engage in any activity or business permitted under the laws of the State of Florida. The initial purpose shall be for investments and business activity.

ARTICLE IV

COMPANY MANAGEMENT

The company will be formed initially with one Member Manager and one Manager. Member Manager Dmitry Guzun shall have one hundred percent (100%) ownership in the company. Natalia Uporova shall be the other Manager.

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ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

This Company's initial Registered Agent and Registered Office in the State of Florida shall be:

REGISTERED AGENT

Joseph C. Frochette, Jr.

ADDRESS OF INITIAL REGISTERED OFFICE

10800 Biscayne Blvd., Suite 620
North Miami, FL 33161

ARTICLE VI

BOARD

The number of Manager Members may be altered from time to time by the By-Laws adopted by the Company. However, the Company shall have no less than (1) Manager at any time. The Company shall have two Managers initially, Dmitry Guzun and Natalia Uporova.

ARTICLE VII

INITIAL OFFICERS

The name and post office address of the Managers and Members are:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
Member/Manager	Dmitry Guzun	19501 W. Country Club Unit 1912, Aventura, FL 33180
Manager	Natalia Uporova	19501 W. Country Club Unit 1912, Aventura, FL 33180

The initial Manager shall hold office until the first meeting of the Company.

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ARTICLE VIII

INDEMNIFICATION AND REQUIRED SIGNATURE

The Company shall indemnify any Agent, Officer, Manager or Member, or any former Agent, Office, Manager or Member, to the full extent permitted by law.

This is done in accordance with section 605.0203(f)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned Officer has executed these Articles of Incorporation this 18 day of September, 2018.


Dmitry Guzun-Mallago

CERTIFICATE DESIGNATING REGISTERED AGENT AND
ACCEPTANCE OF REGISTERED AGENT OF DESIGNATION

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: THEODORA AMERICAS LLC, is qualified to do business under the laws of the State of Florida, with its principal office at: 19501 W. Country Club, Unit 1912, Aventura, FL 33180.

and has appointed:

Joseph C. Frechette, Jr.
10800 Biscayne Blvd., Suite 620
North Miami, FL 33161

as its agent to accept service of process within this State.

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ACKNOWLEDGMENT:

Having been named 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 605.0203(1)(b), of the Florida Statutes.


Joseph C. Frechette, Jr.
Registered Agent

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