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# FLORIDA LIMITED LIABILITY CO. V & A INTERNATIONAL LLC

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# SECRETARY OF STATE TALLAHASSEE, FL

# ARTICLES OF ORGANIZATION

14154847068

#### Article I. Name

The name of this Florida limited liability company is: V & A INTERNATIONAL LLC

#### Article II. Address

The street address of the Company's initial principal office is:

80 SW 8th Street, Suite 2000 Miami FL 33130

The mailing address of the Company's initial principal office is:

5805 Blue Lagoon Dr., Ste. 200 Miami FL 33126

#### Article III. Registered Agent

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

Alonso & Garcia, P.A. 5805 Blue Lagoon Dr., Ste. 200 Miami FL 33126

#### 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.

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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

O 07/26/2019 10:03 AM

This will be a member-managed company. The name and address of each member is:

Adalberto Villalba Benassini 785 Crandon Blvd., Apt. 302 Key Biscayne FL 33149

### Article VII. Company Existence

The Company's existence shall begin effective as of July 25, 2019.

The undersigned authorized representative of a member executed these Articles of Organization on 7/26/2019.

CORPORATE CREATIONS INTERNATIONAL INC.

Taide Sanchez Vice President by Jenisa S. Irizarry as Attorney-in-Fact

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## STATEMENT OF REGISTERED AGENT

# LIMITED LIABILITY COMPANY: V & A INTERNATIONAL LLC

#### **REGISTERED AGENT/OFFICE:**

Alonso & Garcia, P.A. 5805 Blue Lagoon Dr., Ste. 200 Miami FL 33126

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.

ALONSO & GARCIA, P.A.

Taide Sanchez, Vice President by Jenisa S. Irizarry as Attorney-in-Fact

Date: July 25, 2019.

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SECRETARY OF STATE

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