Division of Corporations Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H19000288291 3)))



H190002882913ABC7

	hit the REFRESH/RELOAD is age. Doing so will generate an	•		
	age. Doing so will generate an		~	····
To:				
10.	Division of Corporations	3		\$
	Fax Number : (850)6	17-6381		[]
P				٠.
From:	Account Name : CORPORI	ATE CREATIONS	INTERNATIO	NALI
	Account Number: 1104320	003053		:
	Phone : (561)69	34-8107		
	Fitolic ( Jor) 6:			
	Fax Number : (561)69  address for this busines t mailings. Enter only or	94-1639 s entity to b		
	Fax Number : (561)69  address for this busines t mailings. Enter only or	s entity to b	ess please.	
ual repo	Fax Number : (561)69  address for this busines  t mailings. Enter only or	s entity to be ne email address	ess please.	
ual repo	Fax Number : (561)69  address for this busines t mailings. Enter only or  ss:  FLORIDA LIMITED LI	s entity to be ne email address	ess please.	
ual repo	Fax Number : (561)69  address for this busines t mailings. Enter only or  ss:  FLORIDA LIMITED LI  Ventoux Holding	s entity to be ne email address	ess please.	

N. SAMS

SEP 27 2019

Electronic Filing Menu

Corporate Filing Menu

Estimated Charge

Help

\$130.00

# ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is: Ventoux Holdings LLC

## Article II. Address

The street address of the Company's initial principal office is: Ventoux Holdings LLC Rua Pirapo n. 63 Jardim Guedala Sao Paulo Brazil

The mailing address of the Company's initial principal office is: Ventoux Holdings LLC Rua Pirapo n. 63 Jardim Guedala Sao Paulo Brazil

# Article III. Registered Agent

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

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

# 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.

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107

#### 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:

Luiz Eduardo Passos Maia Rua Pirapo n. 63 Jardim Guedala Sao Paulo Brazil Marcia Luz Maia Rua Pirapo n. 63 Jardim Guedala Sao Paulo Brazil Pedro Luz Maia Rua Pirapo n. 63 Jardim Guedala Sao Paulo Brazil Fernanda Luz Maia Rua Pirapo n. 63 Jardim Guedala Sao Paulo Brazil TILED
2019 SEP 26 PH 2: 2
SECRETARY OF THE

## Article VII. Company Existence

The Company's existence shall begin effective as of September 26, 2019.

The undersigned authorized representative of a member executed these Articles of Organization on 9/26/2019.

CORPORATE CREATIONS INTERNATIONAL INC.

Timothy Pratts Account Manager by Jenisa S. Irizany as Attorney-in-Fact

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107

# STATEMENT OF REGISTERED AGENT

# **LIMITED LIABILITY COMPANY:**

Ventoux Holdings LLC

## REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 UNITED STATES FILED
2019 SEP 26 PM 2: 2
SLORE DARKE PARKET

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.

CORPORATE CREATIONS NETWORK INC.

Timothy Pratts, Account Manager by Jenisa S. Irizarry as Attorney-in-Fact

Date: September 26, 2019.

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107