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(Address)

(City/State/Zip/Phone #)

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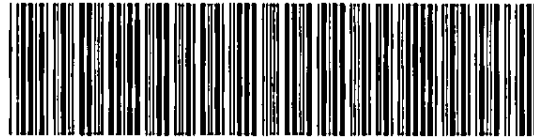
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19 OCT -1 PM 6:42
CLERK OF STATE
ALABAMA

COVER LETTER

**TO: New Filing Section
Division of Corporations**

SUBJECT: MANG USA, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JORGE N BRODSKY
Name of Person

Firm/Company

907 NE 7TH STREET # 1
Address

HALLANDALE BEACH, FL 33009
City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JORGE BRODSKY at (786) 487-1291
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee ☒ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION OF MANG USA, LLC

The undersigned, for purposes of forming a Limited Liability Company under the Florida Limited Liability Company, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the Limited Liability Company shall be:

MANG USA, LLC

(The "Company")

ARTICLE II - PRINCIPAL BUSINESS OFFICE

The principal address of the Company shall be:

200 SW 10th STREET
HALLANDALE, FLORIDA 33009

The mailing address of this Limited Liability Company shall be the same as the street address give above.

ARTICLE III - EFFECTIVE DATE

These Articles of the Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

The Company's existences shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

FILED
19 OCT -1 PM 6:42
SECRETARY OF STATE
HALLANDALE, FLORIDA

ARTICLE IV - PURPOSE

This Company may engaged or transact in any or all lawful activities or business permitted under the Laws of the United States, State of Florida or any other State, Country, Territory or Nation, including Import and Export Activities.

In addition, this Organization shall have all of the Powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, an all such other powers as are permitted by applicable Law.

ARTICLE V - REGISTERED AGENT


The name and address of the Registered Agent of this Company is:

JORGE N BRODSKY

907 NE 7TH Street # 1 - Hallandale Beach, Florida 33009

I agree to act as Registered Agent to accept service process for the Company named above at the place designate in this Statement. I further 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 my position as Registered Agent.

Miami, 09/26/2019



Signature of Registered Agent

ARTICLE VI - CAPITAL CONTRIBUTIONS

The Members of the Company shall contribute to the Capital of the Company the Cash or Property set forth in accordance with Regulations adopted by the Member(s):

MIGUEL AUGUSTO GUIZA CASTELLANOS 100%

These Regulations may contain any Provisions for the Regulation of the Contributions of the Company no inconsistent with Law of these Articles of the Organization.

ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS

Each Member shall make additional Capital Contributions to the Company only on the consent of the Members.

ARTICLE VIII - INDEMNIFICATION

The Company shall indemnify each Member, Manager and Organizer of the Company against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or processing in which he may be involved.

By reason of his being or having been a Member, Manager and/or Organizer of the Company to the full extent permitted by the Laws of the State of Florida.

ARTICLE IX - ADMISSION OF NEW MEMBERS

No additional Member(s) shall be admitted to the Company except with the unanimous written consent of all the Member(s) of the Company and upon such terms and conditions as shall be determined by all the Member(s). A Member may only transfer his or her interest in the Company.

ARTICLE X - TERMINATION OF EXISTENCE

This Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member or Manager, or upon the occurrence of any other event that terminates the continued Membership of a Member of this Company, unless the remaining Members shall unanimously agree to continue the Business of the Company, in which event, this Organization shall not so terminate.

ARTICLE XI - AMENDMENTS

This Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any Amendment hereto, and any right conferred upon the Members is subject to this reservation.

ARTICLE XII - DISTRIBUTION OF PROFIT

A Member(s) may withdraw its interest in the Company and receive a distribution of its interest in the Company only upon the affirmative vote of a majority of the Member(s) of the Company, with each Member(s) voting in accordance with the percentage of Company interest Owned by the Member(s), not including the vote of the Member(s) who is seeking to withdraw from the Company and the approval of a majority of the Manager(s) of the Company, each Manager(s) possessing one (1) vote. Furthermore, a Member(s) interest in the Company shall not be terminated in the event the Member(s) makes an assignment for the benefit of creditors, files a voluntary petition of bankruptcy; or any of the other events stated in Florida Statutes 605, as amended, unless the termination is approved by a majority of the Manager(s) of the Company.

ARTICLE XIII - RESTRICTIVE AGREEMENT

The Company will engage in contracting Projects for the Development of any kind of Products Nationwide.

Persons who bring the Customers will be the Contact Person and who oversees and coordinates the Project, there will be a separate bill of duties and budget for each Project.

Contact person will require First the Services of the Members in its Professional field.

ARTICLE XIV - MANAGEMENT

This Company shall be Managed by a Manager or Manager(s) in accordance with the Articles of Organization.

The regulation adopted by the Members for the Management of the Business and the Ordinary and Customary Affairs of the Company, shall determine the manner in which such the Manager(s) are elected and appointed, and may contain any provisions for the regulations and Management of the affairs of the Company no inconsistent with the Law or these Articles of Organization .

The name and address of the Initial Manager of the Company is:

MIGUEL AUGUSTO GUIZA CASTELLANOS
200 SW 10th STREET
HALLANDALE, FLORIDA 33009

IN WITNESS WHEREOF, THE UNDERSIGNED, AN AUTHORIZED REPRESENTATIVE OF THE MEMBERS, HAS MADE AND SUBSCRIBED THESE ARTICLES OF LIMITLIABILITY COMPANY AT MIAMI, FLORIDA, FOR THE FOREGOING USES AND PURPOSES.

Miami, 09/26/2019



MIGUEL AUGUSTO GUIZA CASTELLANOS
Authorized Representative of the Members

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Miami, 09/26/2019



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Authorized Representative of the Members