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**FLORIDA LIMITED LIABILITY CO.
SOUTH AMERICAN HOLDINGS, LLC**

Certificate of Status	1
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ARTICLES OF ORGANIZATION OF SOUTH AMERICAN HOLDINGS, 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:

SOUTH AMERICAN HOLDINGS, LLC

(The “ Company ”)

ARTICLE II - PRINCIPAL BUSINESS OFFICE

The principal address of the Company shall be:

**210 174TH Street # 1110
Sunny Isles Beach, Florida 33160**

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.

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ARTICLE IV - PURPOSE

This Company is created for the purpose of buy a real estate property, develop and manage it, to make commitments, borrow money, hire consultants, lawyers, engineers, and to do any legal activity and contracts related to the property acquired.

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, 01/08/2020



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):

MBR	NAFTOLY WEBER	80%
MBR	JOSEPH AUSCH	10%
AMBR	JUAN F NAGARO	10%

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 de 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 no 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 others 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.

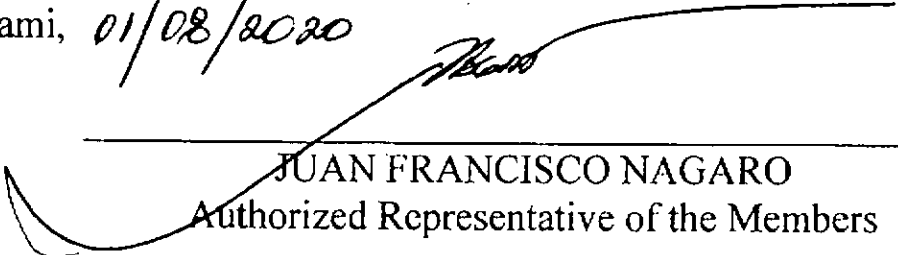
The regulation adopted by the Members for the Management of the Business and the Ordinary and Customary Affairs of the Company, shall determine the manner in which such the Manager(s) are elected and appointed, and may contain any provisions for the regulations and Management of the affairs of the Company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

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

JUAN FRANCISCO NAGARO
210 174th STREET # 1110
SUNNY ISLES BEACH, FLORIDA 33160

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, 01/08/2020



JUAN FRANCISCO NAGARO
Authorized Representative of the Members

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