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Division of Corporations
Florida Department of State

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To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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**FLORIDA LIMITED LIABILITY CO.
LIVEPASS LLC**

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
LIVEPASS LLC

Article II. Address

The street address of the Company's initial principal office is:
LIVEPASS LLC
8950 SW 74TH COURT, SUITE 1609
MIAMI FL 33156

The mailing address of the Company's initial principal office is:
LIVEPASS LLC
8950 SW 74TH COURT, SUITE 1609
MIAMI FL 33156

Article III. Registered Agent

The name and street address of the Company's registered agent is:
ABITOS PLLC
255 Aragon Avenue, Second Floor
Coral Gables FL 33134

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
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

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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

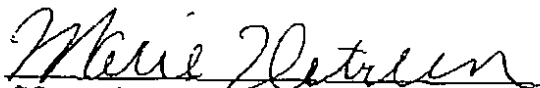
This will be a manager-managed company. The name and address of each manager is:

FELIPE JULIO RODRIGUEZ
8950 SW 74TH COURT, SUITE 1609
MIAMI FL 33156
SEBASTIAN CARLOMAGNO
8950 SW 74TH COURT, SUITE 1609
MIAMI FL 33156

Article VII. Company Existence

The Company's existence shall begin effective as of November 23, 2020.

The undersigned authorized representative of a member executed these Articles of Organization on 11/23/2020.


CORPORATE CREATIONS INTERNATIONAL
Michael Reinhold Vice President
By: Marie Heitzman, Attorney-in-Fact


Corporate Creations International
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:
LIVEPASS LLC

REGISTERED AGENT/OFFICE:
ABITOS PLLC
255 Aragon Avenue, Second Floor
Coral Gables FL 33134

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.


ABITOS PLLC
By: Marie Heitzman, Attorney-in-Fact
Date: November 23, 2020.

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