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## FLORIDA LIMITED LIABILITY CO. **AMSRC Bay View LLC**

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## ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: AMSRC Bay View LLC

#### Article II. Address

The street address of the Company's initial principal office is: AMSRC Bay View LLC 3131 NE 7th Avenue, Unit 3106 Miami FL 33137

The mailing address of the Company's initial principal office is: AMSRC Bay View LLC 3131 NE 7th Avenue, Unit 3106 Miami FL 33137

## Article III. Registered Agent

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

Worldwide Corporate Administrators LLC 2330 Ponce De Leon Blvd 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.

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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:

Ricardo Abreu Sodre Civita
3131 NE 7th Avenue, Unit 3106
Miami FL 33137
Roberto De Abreu Sodre Civita
3131 NE 7th Avenue, Unit 3106
Miami FL 33137
Anna Maria Mellao De Abreu Sodre Civita
3131 NE 7th Avenue, Unit 3106
Miami FL 33137

## Article VII. Company Existence

The Company's existence shall begin effective as of September 30, 2021.

The undersigned authorized representative of a member executed these Articles of Organization on 9/30/2021.

CORPORATE CREATIONS INTERNATIONAL

Michael Reinhold Vice President

Kevin Duteau, Attorney-in-Fact

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## STATEMENT OF REGISTERED AGENT

# LIMITED LIABILITY COMPANY: AMSRC Bay View LLC

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

Worldwide Corporate Administrators LLC 2330 Ponce De Leon Blvd 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.

WORLDWIDE CORPORATE ADMINISTRATORS LLC

Kevin Duteau, Attorney-in-Fact

Date: September 30, 2021.

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