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Florida Department of State

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

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
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FLORIDA LIMITED LIABILITY CO. AMERICA 45 LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
AMERICA 45 LLC

Article II. Address

The street address of the Company's initial principal office is:
AMERICA 45 LLC
7400 SW 57 Court, Suite 202
South Miami FL 33143

The mailing address of the Company's initial principal office is:
AMERICA 45 LLC
7400 SW 57 Court, Suite 202
South Miami FL 33143

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Amadeo Lopez-Castro III, P.A.
7400 SW 57 Court, Suite 202
South Miami FL 33143

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.

Amadeo Lopez-Castro III, PA
7400 S.W. 57th Court, Suite 202
South Miami FL 33143
305-665-6335

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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:

Amadeo Lopez-Castro III
7400 SW 57 Court, Suite 202
South Miami FL 33143

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MADRID ASSOCIATES, L.L.C.

Article VII. Company Existence

The Company's existence shall begin effective as of December 7, 2021.

The undersigned authorized representative of a member executed these Articles of Organization on 12/7/2021.



AMADEO LOPEZ-CASTRO III, PA

Saray Djidji, Attorney-in-Fact

Amadeo Lopez-Castro III, PA
7400 S.W. 57th Court, Suite 202
South Miami FL 33143
305-665-6335

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

AMERICA 45 LLC

REGISTERED AGENT/OFFICE:

Amadeo Lopez-Castro III, P.A.
7400 SW 57 Court, Suite 202
South Miami FL 33143

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.



AMADEO LOPEZ-CASTRO III, P.A.
Saray Djidji, Attorney-in-Fact

Date: December 7, 2021.

Amadeo Lopez-Castro III, PA
7400 S.W. 57th Court, Suite 202
South Miami FL 33143
305-665-6335

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