1/3/23 6 38 AM Division of Corporations

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Fax Number : (850)617-6381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

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### FLORIDA LIMITED LIABILITY CO.

## **Constellation Abbott LLC**

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# ARTICLES OF ORGANIZATION

## Article I. Name

The name of this Florida limited liability company is: Constellation Abbott LLC

#### Article II. Address

The street address of the Company's initial principal office is: Constellation Abbott LLC 8950 S.W. 74 Court, Suite 1808 Miami FL 33156

The mailing address of the Company's initial principal office is: Constellation Abbott LLC 8950 S.W. 74 Court, Suite 1808 Miami FL 33156

## Article III. Registered Agent

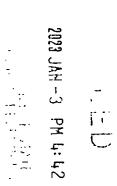
The name and street address of the Company's registered agent is:

Eduardo Otaola 8950 S.W. 74 Court, Suite 1808 Miami FL 33156

### 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 assigner was entitled, to the extent assigned.

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#### H23000000063

### 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:

Eduardo Otaola 8950 S.W. 74 Court, Suite 1808 Miami FL 33156

# Article VII. Company Existence

The Company's existence shall begin effective as of January 3, 2023.

The undersigned authorized representative of a member executed these Articles of Organization on 1/3/2023.

COMPUTERSHARE GOVERNANCE SERVICES INC.

D/B/A CORPORATE CREATIONS

ppl

Timothy Pratts Account Manager Joseph Panholzer, Attorney-in-Fact Computershare Governance Services Inc. d/b/a Corporate Creations 801 US Highway 1 North Palm Beach FL 33408 (561) 694-8107 2029 JAN -3 PH 4: 42

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# STATEMENT OF REGISTERED AGENT

# **LIMITED LIABILITY COMPANY:**

Constellation Abbott LLC

## **REGISTERED AGENT/OFFICE:**

Eduardo Otaola 8950 S.W. 74 Court, Suite 1808 Miami FL 33156

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.

EDUARDO OTAOLA

ope.

Joseph Panholzer, Attorney-in-Fact

Date: January 3, 2023.

Computershare Governance Services Inc. d/b/a Corporate Creations 801 US Highway 1 North Palm Beach FL 33408 (561) 694-8107

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