

# L230000045064

Florida Department of State  
Division of Corporations  
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**To:**

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

**From:**

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Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)214-8442

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**FLORIDA LIMITED LIABILITY CO.**

**Smarty Centers LLC**

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Smarty Centers LLC

### Article II. Address

The street address of the Company's initial principal office is:

Smarty Centers LLC  
1000 E Island Blvd., Apt 704  
Aventura FL 33160

The mailing address of the Company's initial principal office is:

Smarty Centers LLC  
1000 E Island Blvd., Apt 704  
Aventura FL 33160

### Article III. Registered Agent

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

Law Offices of Rodrigo S. Da Silva, P.A.  
777 Arthur Godfrey Road, Suite 402  
Miami Beach FL 33140

### 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.

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

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:

Cristiano Almeida  
1000 E Island Blvd., Apt 704  
Aventura FL 33160

Article VII. Company Existence

The Company's existence shall begin effective as of January 30, 2023.

The undersigned authorized representative of a member executed these Articles of Organization on 1/30/2023.

/s/ Tiffany Meeker

COMPUTERSHARE GOVERNANCE SERVICES INC.  
D/B/A CORPORATE CREATIONS INTERNATIONAL

Lauren E. Duenas Account Manager  
By: Tiffany Mecker, Attorney-in-Fact  
Computershare Governance Services Inc.  
d/b/a Corporate Creations International  
801 US Highway 1  
North Palm Beach FL 33408  
(561) 694-8107

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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

Smarty Centers LLC

### REGISTERED AGENT/OFFICE:

Law Offices of Rodrigo S. Da Silva, P.A.  
777 Arthur Godfrey Road, Suite 402  
Miami Beach FL 33140

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.

/s/ Tiffany Mecker

LAW OFFICES OF RODRIGO S. DA SILVA, P.A.

By: Tiffany Mecker, Attorney-in-Fact

Date: January 30, 2023.

Computershare Governance Services Inc.  
d/b/a Corporate Creations International  
801 US Highway 1  
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