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FLORIDA LIMITED LIABILITY CO.

The Herrera Capital Group II LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
The Herrera Capital Group II LLC

Article II. Address

The street address of the Company's initial principal office is:
The Herrera Capital Group II LLC
881 Ocean Drive Blvd Apt. 3G
Key Biscayne FL 33149

The mailing address of the Company's initial principal office is:
The Herrera Capital Group II LLC
881 Ocean Drive Blvd Apt. 3G
Key Biscayne FL 33149

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Greenspoon Marder LLP
600 Brickell Avenue, 36th floor
Miami FL 33131

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.

Greenspoon Marder LLP
600 Brickell Avenue, Suite 3600
Miami FL 33131
305-789-2770 ext. 3166

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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:

Andres Felipe Herrera Castillo
881 Ocean Drive Blvd Apt. 3G
Key Biscayne FL 33149

Veronica Solorzano Restrepo
881 Ocean Drive Blvd Apt. 3G
Key Biscayne FL 33149

Article VII. Company Existence

The Company's existence shall begin effective as of May 4, 2023.

The undersigned authorized representative of a member executed these Articles of Organization on 5/4/2023.



GREENSPOON MARDER LLP

Joseph Panholzer, Attorney-in-Fact

Greenspoon Marder LLP
600 Brickell Avenue, Suite 3600
Miami FL 33131
305-789-2770 ext. 3166

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

The Herrera Capital Group II LLC

REGISTERED AGENT/OFFICE:

Greenspoon Marder LLP
600 Brickell Avenue, 36th floor
Miami FL 33131

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.



GREENSPOON MARDER LLP
Joseph Panholzer, Attorney-in-Fact

Date: May 4, 2023.

Greenspoon Marder LLP
600 Brickell Avenue, Suite 3600
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305-789-2770 ext. 3166

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