

Florida Department of State

Division of Corporations

Electronic Filing Cover Sheet

624000412998

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

9-30-24

((H24000326678 3)))



H240003266783ABC5

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

To:

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

From:

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

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA LIMITED LIABILITY CO. Terranova USA Group LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

FILED
2024 SEP 25 PM 3:22
DIV OF STATE
TALLAHASSEE, FL

H24000326678

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Terranova USA Group LLC

Article II. Address

The street address of the Company's initial principal office is:
Terranova USA Group LLC
2330 Ponce De Leon Blvd
Coral Gables FL 33134

The mailing address of the Company's initial principal office is:
Terranova USA Group LLC
2330 Ponce De Leon Blvd
Coral Gables FL 33134

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

FILED
2024 SEP 25 PM 3:22
CLERK OF DISTRICT COURT
DADE COUNTY FLORIDA

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.
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

H24000326678

H24000326678

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:

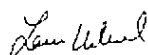
Angela Matilde Garcia Vargas
2330 Ponce De Leon Blvd
Coral Gables FL 33134
Fabio Acero Baez
2330 Ponce De Leon Blvd
Coral Gables FL 33134
Carolina Acero Garcia
2330 Ponce De Leon Blvd
Coral Gables FL 33134
Fabio Andrés Acero Garcia
2330 Ponce De Leon Blvd
Coral Gables FL 33134

FILED
2024 SEP 25 PM 3:22
CLERK OF STATE
TALLAHASSEE, FL

Article VII. Company Existence

The Company's existence shall begin effective as of September 25, 2024.

The undersigned authorized representative of a member executed these Articles of Organization on 9/25/2024.



COMPUTERSHARE GOVERNANCE SERVICES INC.
Lauren Underwood, Special Secretary

Computershare Governance Services Inc.
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

H24000326678

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

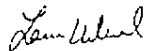
Terranova USA Group LLC

REGISTERED AGENT/OFFICE:

Worldwide Corporate Administrators LLC
2330 Ponce De Leon Blvd
Coral Gables FL 33134

FILED
2024 SEP 25 PM 3:28
CLERK OF STATE
TALLAHASSEE, FL

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

Lauren Underwood, Attorney-in-Fact

Date: September 25, 2024.

Computershare Governance Services Inc.
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

H24000326678