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To:

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

From:

Account Name : KRAMER, GREEN, ZUCKERMAN, GREENE & BUCHSBAUM, P.A.  
Account Number : 073707002173  
Phone : (954)966-2112  
Fax Number : (954)981-1605

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

Email Address: strohluis@gmail.com

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**FLORIDA LIMITED LIABILITY CO.  
E-LUCA RESEARCH & DEVELOPMENT, LLC**

Certificate of Status	0
Certified Copy	0
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**ARTICLES OF ORGANIZATION**  
**FOR**  
**E-LUCA RESEARCH & DEVELOPMENT, LLC**

**ARTICLE I - NAME**

The name of the Limited Liability Company is E-LUCA RESEARCH & DEVELOPMENT, LLC.

**ARTICLE II - ADDRESS**

The mailing address of the Limited Liability Company is c/o Kramer, Green, Zuckerman, Greene & Buchsbaum, PA, 4000 Hollywood Blvd., Suite 485S, Hollywood, FL 33021.

**ARTICLE III - DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV - MEMBER UNITS**

The Limited Liability Company is authorized to issue 100 Units of membership interest, which Units shall evidence the interest of the members of the Limited Liability Company, which Units shall be designated "Member Units." The interest of the members of the Limited Liability Company shall be evidenced by the Certificate of Limited Liability Company Units issued by the Limited Liability Company and setting forth the number of Member Units issued and outstanding in the name of such member.

**ARTICLE V - MANAGEMENT**

5.1 The Limited Liability Company has a board of managers and the day-to-day business and affairs of the Limited Liability Company shall be managed by or under the direction of its board of managers. Decisions involving matters, other than the day-to-day business and affairs of the Limited Liability Company, shall be made by an affirmative vote of a majority of the Member Units.

5.2 The board of managers of the Limited Liability Company shall consist of one (1) manager initially. The number of members of the board of managers may be either increased or diminished from time to time as provided in the Operating Agreement of the Limited Liability Company but shall never be less than one (1). Each manager shall serve until the first annual meeting of the members of the Limited Liability Company or until their

successors are elected and qualify. The name and address of the initial manager of the Limited Liability Company is:

Luis Strohmeier  
c/o Kramer, Green, Zuckerman, Greene & Buchsbaum, PA  
4000 Hollywood Blvd., Suite 485S  
Hollywood, FL 33021.

#### **ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS**

The members of the Limited Liability Company shall be permitted to admit additional members upon approval of members owning a majority of the issued and outstanding Member Units of the Limited Liability Company. In such event, the terms and conditions for the admission of additional members, together with the capital contributions required of new members, shall be determined at that time by a vote of the members owning a majority of the issued and outstanding Member Units of the Limited Liability Company. A member's interest in the Limited Liability Company may not be sold or otherwise transferred except upon the vote of members owning a majority of the issued and outstanding Member Units of the Limited Liability Company.

#### **ARTICLE VII - MEMBERS RIGHT TO CONTINUE BUSINESS**

The remaining members of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the Limited Liability Company, upon the approval of at least one (1) member.

#### **ARTICLE VIII - OFFICERS**

The managers shall hold those offices and have those responsibilities accorded to them by the members of the Limited Liability Company, as set forth in the Operating Agreement of the Limited Liability Company.

#### **ARTICLE IX - AMENDMENT OF ARTICLES OF ORGANIZATION**

A majority of the members owning Member Units may consent to an amendment to the Articles of Organization.

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### ARTICLE X - INDEMNIFICATION

The Limited Liability Company shall indemnify any member, manager or officer of the Limited Liability Company, or any former member, manager or officer of the Limited Liability Company, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of the members of the Limited Liability Company, has executed these Articles of Organization this 2nd day of ~~OCTOBER 2024~~ December, 2024



\_\_\_\_\_  
LUIS STROHMEIER, Manager and  
authorized representative of the members  
of the Limited Liability Company

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA  
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE  
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND  
REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is E-LUCA RESEARCH &  
DEVELOPMENT, LLC.
2. The name and the Florida street address of the registered agent are:

Mitchell F. Green  
4000 Hollywood Boulevard  
Suite 485-South  
Hollywood, FL 33021

Having been named as registered agent and to accept service of process for the  
above stated limited liability company at the place designated in this certificate, I hereby  
accept the appointment as registered agent and agree to act in this capacity. I further  
agree to comply with the provisions of all statutes relating to the proper and complete  
performance of my duties, and I am familiar with and accept the obligations of my position  
as registered agent.

*Mitchell F. Green*

MITCHELL F. GREEN, Registered Agent

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