

Division of Corporations

<https://ccfssl.dos.state.fl.us/scripts/efilcovr.exe>**L99000000755**

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

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.

(((H99000003320 1)))

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)922-4003

From:

Account Name : FOWLER, WHITE, BURNETT, ET AL
Account Number : 071250001512
Phone : (305)789-9200
Fax Number : (305)789-9201

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 10 PM 4:20

LIMITED LIABILITY COMPANY**TRADEWINDS PARASOL USA, L.L.C.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$337.50

Name Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgment	DCC
W. P. Verifier	DCC

L99000000755**Electronic Filing Menu****Corporate Filing****Public Access Menu**

OK

Audit No. H99000003320 1

**ARTICLES OF ORGANIZATION
OF
TRADEWINDS PARASOL USA, L.L.C.**

ARTICLE I

The name of the limited liability company formed hereby is TRADEWINDS PARASOL USA, L.L.C.

ARTICLE II

The duration of TRADEWINDS PARASOL USA, L.L.C. shall be perpetual.

ARTICLE III

The principal office and mailing address of TRADEWINDS PARASOL USA, L.L.C. is:

69 SW 7th Street, Miami, FL 33130.

ARTICLE IV

The Registered Agent of TRADEWINDS PARASOL USA, L.L.C. and his address in the state of Florida is:

Thomas M. Parker, Esq.
Fowler, White, Burnett, Hurley, Banick & Strickroot, Esq.
100 SE Second Street, 17th Floor
Miami, Florida 33131

Thomas M. Parker, Esq.
Fowler, White, Burnett, Hurley,
Banick & Strickroot, P.A.
100 S.E. 2nd Street, 17th Floor
Miami, Florida 33131
Telephone: (305) 789-9200
Florida Bar No. 0047570

Audit No. H99000003320 1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 10 PM 4:20

Audit No. H99000003320 1

ARTICLE V

The Members may admit additional Members with the approval of the Managing Member and a majority of the Members, on such terms and conditions as may be approved by the Managing Member, a majority of the Members and the additional Member to be admitted.

ARTICLE VI

The remaining Members of TRADEWINDS PARASOL USA, L.L.C. have the right to continue the business of TRADEWINDS PARASOL USA, L.L.C. 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 in TRADEWINDS PARASOL USA, L.L.C.

ARTICLE VII

TRADEWINDS PARASOL USA, L.L.C. is to be managed by one Managing Member, which shall not necessarily be a member. The initial Managing Member to serve until his successor(s) is/are elected and qualified is: Sean O'Dowd, whose address is 36 Rushmere, Doordrift Road, Constantia, Cape Town, South Africa 7700. The initial sole equity Members is Tradewinds Investment Group Corp., a British Virgin Islands corporation whose address is Akara Bldg., 24 De Castro Street, Wickhams Cay I, Road Town, Tortola, British Virgin Islands.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 FEB 11 PM 4:20


Sean O'Dowd, Managing Member

Audit No. H99000003320 1

Audit No. H99000003320 1

CERTIFICATE OF DESIGNATION
OF RESIDENT AGENT AND
ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is TRADEWINDS PARASOL USA, L.L.C.
2. The name and address of the Registered Agent and Office is:

Thomas M. Parker, Esq.
Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A.
100 S.E. 2nd Street, 17th Floor
Miami, Florida 33131

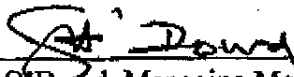
Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all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



Thomas M. Parker, Registered Agent

Date: Feb. 10, 1999

TRADEWINDS PARASOL USA, L.L.C.



Sean O'Dowd, Managing Member

Audit No. H99000003320 1

Audit No. H99000003320 1

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

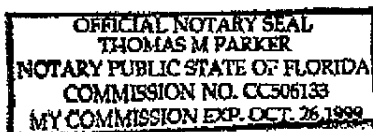
The undersigned, Sean O'Dowd, Managing Member of TRADEWINDS PARASOL USA, L.L.C. deposes and say:

1. The above named limited liability company has one (1) member, TRADEWINDS INVESTMENT GROUP, CORP., a British Virgin Islands company.
2. The total amount of cash to be contributed by the Member is Ten Thousand (\$10,000.00) Dollars.
3. The agreed value of property other than cash contributed by Member is Zero (\$0.00) Dollars.
4. The total amount of cash anticipated to be contributed by Member in the future is Zero (\$0.00) Dollars.

Sean O'Dowd
Sean O'Dowd, Managing Member

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 10 PM 4:20

SWORN TO AND SUBSCRIBED before me this 10 day of February, 1999, by Sean O'Dowd ☒ who is personally known to me or ☐ who has produced as identification.



Thomas M. Parker
Notary Public, STATE OF FLORIDA

Print Name: THOMAS M. PARKER

My Commission Expires:

Audit No. H99000003320 1

RECEIVED 02/10 13:54 1999 AT 3857899201 PAGE 1 (PRINTED PAGE 1) 1
(850)487-8013 02/10/99 13:17 Fl Dept of State p1 /1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 10, 1999

THOMAS M. PARKER, ESQ.
FOWLER WHITE BURNETT HURLEY BANICK & STR
100 S.E. 2ND STREET, 17TH FLOOR
MIAMI, FL 33131

SUBJECT: TRADEWINDS PARASOL USA, L.L.C.
REF: W99000003354

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diana Cushing
Corporate Specialist

FAX Aud. #: H99000003320
Letter Number: 399A00005968