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Florida Department of State

Division of Corporations
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To:

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Fax Number : (850) 922-4003

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Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

THREE RIVERS SOFTWARE, L.L.C.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 2, 1999

EMPIRE CORPORATE KIT COMPANY

SUBJECT: THREE RIVERS SOFTWARE, L.L.C.
REF: W99000027571

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

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6020.

Tammi Cline
Document Specialist

FAX Aud. #: H99000030679
Letter Number: 999A00057053

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**ARTICLES OF ORGANIZATION OF THREE RIVERS SOFTWARE
LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certify that:

ARTICLE I — Name

The name of the Limited Liability Company is: THREE RIVERS SOFTWARE, L.L.C.

ARTICLE II — Address

The mailing address and street address of the principal office of the Limited Liability Company is:

999 Ponce de Leon Boulevard
Suite 720
Coral Gables, Florida 33134

ARTICLE III — Duration

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

ARTICLE IV — Management

(Check the appropriate box and complete the statement)

- ☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
- ☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

ATILIO CANESSA
6885 N.W. 25th Street
Miami, Florida 33122

JORGE HERNANDEZ
6885 N.W. 25th Street
Miami, Florida 33122

JULIO MONTENEGRO
6885 N.W. 25th Street
Miami, Florida 33122

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ARTICLE V — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: no person may be admitted as a member unless each member consents in writing to the admission of the additional member.

ARTICLE VI — Members' Right to Continue Business

The right, if given, of the remaining members of the limited liability company to continue the business on 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 the limited liability company shall be: a majority of the remaining members may, within ninety (90) days after the event or occurrence, elect to continue the business of the limited liability company pursuant to the terms of the Regulations.

ARTICLE VII — Membership and Contributions

The undersigned member or authorized representative of a member of **THREE RIVERS SOFTWARE, L.L.C.** certify:

- 1) The above named limited liability company has at least one member;
- 2) The total amount of cash contributed by the member(s) is
- 3) If any, the agreed value of property other than cash contributed by member(s) is (A description of the property attached and made a part hereto); and
- 4) The total amount of cash and property contributed and anticipated to be contributed by member(s) is

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ARTICLE VIII — Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE IX — Requirement That the Regulations Be in Writing

Any and all Regulations (as defined in Section 608.402(13) of the Florida Limited Liability Company Act, relating to this Limited Liability Company shall be in writing and signed by all of the Members at the time of adoption of the Regulations.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 2nd day of December, 1999.


ATTILIO CANESSA

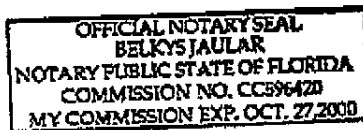
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STATE OF FLORIDA)
COUNTY OF DADE) S.S.

BEFORE ME, the undersigned authority personally appeared ATILIO CANESSA, who after being duly sworn, deposes and states that he is the person who executed the above Articles of Organization, and that he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein stated and set forth.

WITNESS MY HAND and Official Seal on this 20th day of December, 1999.



[Signature]
Notary Public, State
of Florida at Large

My Commission Expires:

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TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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:

THREE RIVERS SOFTWARE, L.L.C.

2. The name and the Florida street address of the registered agent and registered office are:

**RAUL CARRERAS, JR.
999 Ponce de Leon Boulevard
Suite 720
Coral Gables, Florida 33134**

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.


RAUL CARRERAS, JR.

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