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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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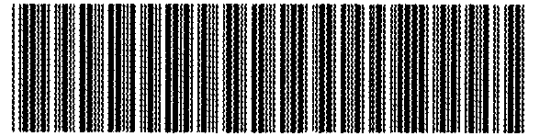
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

J. BRYAN

JUN 14 2011

EXAMINE

SERGIO A. PAGLIERY, P.A.

ATTORNEYS & COUNSELORS AT LAW

8788 S.W. 8th Street
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annettedeleon@pagliery.com

June 9, 2011

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: CAREDI USA, LLC – Qualification to Transact Business in Florida

Dear State Representative:

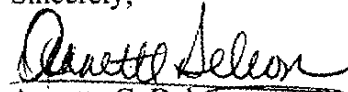
With respect to the above-referenced entity, enclosed please find an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, together with the required original Good Standing Certificate.

Also enclosed is a check in the amount of \$125.00 regarding the State's filing fees. Kindly process the enclosed application and forward confirmation of same to the following address:

Sergio A. Pagliery, P.A.
Attn: Annette Deleon
8788 S.W. 8th Street
Miami, Florida 33174

Thank you in advance for your assistance regarding this filing. Should you have any questions or require additional information, please do not hesitate to contact us.

Sincerely,



Annette C. DeLeon
Corporate Paralegal

Enclosures

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TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT
BUSINESS IN THE STATE OF FLORIDA:*

1. The name of the Foreign Limited Liability Company is CAREDI USA, LLC (the "Company").
2. The jurisdiction under the law of which the Company is organized is the State of Delaware.
3. The Federal Employer Identification number of the Company is 45-2449058.
4. The date of organization of the Company is May 27, 2011.
5. The period of duration of the Company shall be perpetual.
6. The date the Company first transacted business in Florida is May 28, 2011.
7. The street address of the principal office of the Company is 4100 N.E. 2nd Avenue, Suite 303, Miami, Florida 33137.
8. The Company shall be manager-managed.
9. The names and usual business address of the managers of the Company are as follows:

Marco Bertoli
Alessandra Cavagna
8788 S.W. 8th Street
Miami, Florida 33174

10. Attached is an original certificate of existence for the Company, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized.
11. The Company's purpose is to transact all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.


SERGIO A. PAGLIERY

Authorized Representative of Member

*(In accordance with section 608.408(3), F.S., the execution of this document constitutes a
affirmation under the penalties of perjury that the facts stated herein are true. I am aware that
any false information submitted in a document to the Department of State constitutes a third
degree felony as provided for in s.817.155, F.S.)*

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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 CAREDI USA, LLC.
2. The name and the Florida street address of the registered agent and office are:

COMPANY MANAGEMENT SERVICES, LLC
8788 S.W. 8th Street
Miami, Florida 33174

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 as provided for in Chapter 608, Florida Statutes.

COMPANY MANAGEMENT SERVICES, LLC,
a Florida limited liability company

By: 
ANNETTE C. DELEON, Manager

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAREDI USA, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF JUNE, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CAREDI USA, LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF MAY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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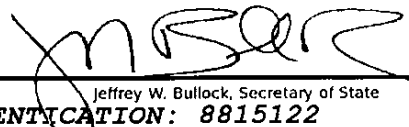
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TALLAHASSEE, FLORIDA



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8815122

DATE: 06-07-11