

SECOND ATTEMPT

Division of Corporations

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Florida Department of State  
Division of Corporations  
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To: **SECOND ATTEMPT**  
Division of Corporations  
Fax Number : (850)617-6381

From:  
Account Name : COMPUTERSHARE  
Account Number : 110432003053  
Phone : (561)694-8107  
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**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

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**FLORIDA LIMITED LIABILITY CO.**  
**Italica International LLC**

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Page Count	04
Estimated Charge	\$130.00

**SECOND ATTEMPT**

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Italica International LLC

### Article II. Address

The street address of the Company's initial principal office is:  
Italica International LLC  
55 SE 6TH ST., APT. 2502  
Miami FL 33131

The mailing address of the Company's initial principal office is:  
Italica International LLC  
55 SE 6TH ST., APT. 2502  
Miami FL 33131

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
  
STEPHANIE KOHLBAUER  
55 SE 6TH ST., APT. 2502  
Miami FL 33131

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

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:

STEPHANIE KOHLBAUER  
55 SE 6TH ST., APT. 2502  
Miami FL 33131

Article VII. Company Existence

The Company's existence shall begin effective as of 01/24/2025.

The undersigned authorized representative of a member executed these Articles of Organization on 1/24/2025.

Michelle Cerda  
COMPUTERSHARE ENTITY SOLUTIONS INC.

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

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ATLAS

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Italica International LLC

REGISTERED AGENT/OFFICE:

STEPHANIE KOHLBAUER

55 SE 6TH ST., APT. 2502

Miami FL 33131

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.

Michelle Cerda

STEPHANIE KOHLBAUER

By: Michelle Cerda, Attorney-in-Fact

Date: 01/24/2025.

Computershare Entity Solutions Inc.

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