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COGENCYGLOBAL.COM

Account#: I20000000088
If there are any issues
please contact Cheyanne at
850-202-1882

Date: 02/06/2025

Name: Ovidshel Occean Jr.

Reference #: 2652196

Entity Name: VIMA FOODS USA LLC

- ☒ Articles of Incorporation/Authorization to Transact Business
- ☐ Amendment
- ☐ Change of Agent
- ☐ Reinstatement
- ☐ Conversion
- ☐ Merger
- ☐ Dissolution/Withdrawal
- ☐ Fictitious Name
- ☒ Other PLEASE PROVIDE CC UPON COMPLETION OF FILING

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Authorized Amount: \$155.00

Signature: *O. Occean Jr.*

**ARTICLES OF ORGANIZATION
OF
VIMA FOODS USA LLC**

The undersigned, being a duly authorized representative of the Member(s), desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 605, Florida Statutes (the "Act"), does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is Vima Foods USA LLC (the "Company").

ARTICLE II. ADDRESS

The principal and mailing address of the Company is 2121 Ponce de Leon Blvd, Suite 300, Coral Gables, FL 33134.

ARTICLE III. REGISTERED AGENT AND OFFICE

The Company designates 115 N. Calhoun Street, Suite 4, Tallahassee, Florida 32301 as the street address of the initial registered office of the Company and names Cogency Global Inc. as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or pursuant to the Act, as amended from time to time.

ARTICLE V. MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The names and addresses of the initial persons authorized to manage and control the Company are:

| <u>Title:</u> | <u>Name and Address:</u> |
|----------------------|---|
| Manager | Victor Moro 2121 Ponce de Leon Blvd, Suite 300, Coral Gables, FL 33134 |
| Manager | Edelmiro Iglesias 2121 Ponce de Leon Blvd, Suite 300 Coral Gables, FL 33134 |
| Manager | Manuel Nunez 2121 Ponce de Leon Blvd, Suite 300 Coral Gables, FL 33134 |

ARTICLE VI. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida, including activities within the United States and abroad; local purchase, import, export, sale and distribution of frozen, refrigerated and dry foods; and warehousing, supermarkets, wholesaler and logistics.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this 6th of February, 2025.

/s/ Aymee Valdivia

Aymee Valdivia,
Duly Authorized Representative of the
Member(s)

2025 FEB 6

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for Vima Foods USA LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 6th day of February, 2025.

Cogency Global Inc.

/s/ Xavian Brown

By: _____
Name: Xavian Brown
Title: Authorized Person