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Florida Department of State

Division of Corporations

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From: Account Name : SHUTTS & BOWEN, LLP
Account Number : 076447000313
Phone : (305) 379-9115
Fax Number : (305) 381-9982

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LIMITED LIABILITY COMPANY

Retail Direct, L.L.C.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

RETAIL DIRECT, L.L.C.

ARTICLE II - Address

The mailing address and the street address of the principal office of the Limited Liability Company is 1825 West Avenue, #9, Miami Beach, Florida 33139.

ARTICLE III - Duration

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

ARTICLE IV - Management

The Limited Liability Company is to be managed by a manager and the name and address of such manager, who is to serve as manager until the first annual meeting of the Limited Liability Company or until his successor is elected and qualified, is:

Sandra Gross
1825 West Avenue
#9
Miami Beach, Florida 33139

ARTICLE V - Registered Agent and Office

The name of the initial registered agent of the Limited Liability Company is Sandra Gross and the street address of the initial registered agent is 1825 West Avenue, #9, Miami Beach, Florida 33139.

ARTICLE VI - Miscellaneous

The right of the members to admit additional members and the terms and conditions of the admissions, and the right of the remaining members to continue the business on the

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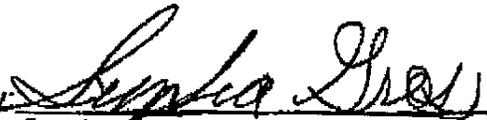
death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member shall be as set forth in the Regulations and Operating Agreement.



Sandra Gross a Member of the
Limited Liability Company

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

By: 

Sandra Gross

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