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To:

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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Areas USA MCO Retail, LLC

RECEIVED

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Areas USA MCO Retail, LLC

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

5301 Blue Lagoon Drive
Suite 690
Miami, Florida 33126

5301 Blue Lagoon Drive
Suite 690
Miami, Florida 33126

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Richard L. Barbara, Esq.

Name

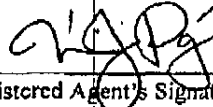
Alvarez, Almazan & Barbara, LLP
2701 South Bayshore Drive, Suite 305

Florida street address (P.O. Box NOT acceptable)

Miami FL 33131

City, State, and Zip

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, F.S.



Registered Agent's Signature (REQUIRED)
Richard L. Barbara, Esquire
by Veronica Paez as attny-in-fact

(CONTINUED)

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ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager
"MGRM" = Managing Member

Name and Address:

MGR

Xavier Rabell
5301 Blue Lagoon Drive, Suite 690
Miami, Florida 33126

MGRM

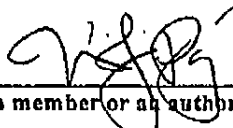
Areas USA, Inc.
5301 Blue Lagoon Drive, Suite 690
Miami, Florida 33126

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(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Veronica Paez, Authorized Representative

Typed or printed name of signec

Filing Fees:

- \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

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Areas USA MCO Retail, LLC
(a domestic Florida Limited Liability Company)

Manager, Member and Officer Information

Xavier Rabell, President and Manager
5301 Blue Lagoon Drive, Suite 690
Miami, Florida 33126

Eduardo Uribe, Vice President
5301 Blue Lagoon Drive, Suite 690
Miami, Florida 33126

Francesco Balli, Vice President
5301 Blue Lagoon Drive, Suite 690
Miami, Florida 33126

Mark Taitt, Vice President
5301 Blue Lagoon Drive, Suite 690
Miami, Florida 33126

David Flaherty, Vice President
5301 Blue Lagoon Drive, Suite 690
Miami, Florida 33126

Areas USA, Inc., Member
5301 Blue Lagoon Drive, Suite 690
Miami, Florida 33126

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