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| Certified Copies | _ Certificates | s of Status |
| Special Instructions to | Filing Officer: | |
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B. KOHR

APR 7 2011

EXAMINER



800200144398

DETABLISHIN OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

RECEIVED

SIGNETARY OF STATE
OF CORPORATIONS

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CERTIFIED COPY
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Matthew Young - EXT. 2962

ACCOUNT NO. : I2000000195 REFERENCE: 735447 7746586 AUTHORIZATION : C COST LIMIT : ORDER DATE: April 6, 2011 ORDER TIME: 11:09 AM ORDER NO. : 735447-005 CUSTOMER NO: 7746586 DOMESTIC FILING NAME: RACHEL GABRIELLE SOHO LLC EFFECTIVE DATE: ARTICLES OF INCORPORATION _ CERTIFICATE OF LIMITED PARTNERSHIP XXX ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

EXAMINER'S INITIALS:

COVER LETTER

| то: | Registration Section Division of Corporations | TO THE PARTY OF TH |
|---------------------|--|--|
| | - · · · · · · · · · · · · · · · · · · · | المراجعة الم |
| SUBJ | ECT: Rachel / Gabrielle Soho LLC | 3 |
| | Name of Limi | ited Liability Company |
| art. | | |
| i ne er | aclosed Articles of Organization and fee(s) are | e submitted for filing. |
| Please | return all correspondence concerning this ma | tter to the following: |
| | Brian Igel | |
| | | Name of Person |
| | Bellizio & Igel, PLLC | |
| | Denizio de 1gei, 1 LLC | Firm/Company |
| | 075 C + 10 1 W + 0 '+ 40 | |
| | 275 Central Park West, Suite 4F | Address |
| | | Address |
| | New York, NY 10024 | |
| | | ity/State and Zip Code |
| , | bermont@yahoo.com | for future annual report notification) |
| | | • |
| For fur | ther information concerning this matter, pleas | se call: |
| Brian | Igel | at (212) 873-0250 |
| | Name of Person | Area Code & Daytime Telephone Number |
| Engles | and is a shook for the following amount | |
| | sed is a check for the following amount: | |
| <u> </u> ¥]\$125.00 | Filing Fee \$\(\begin{aligned} \begin{aligned} \text{Status} \\ \text{Certificate of Status} \end{aligned} | \$155.00 Filing Fee & \$160.00 Filing Fee, Certified Copy Certificate of Status & (additional copy is enclosed) Certified Copy |
| | | (additional copy is enclosed) |
| | Mailing Address | Street/Courier Address |
| | Registration Section | Registration Section |
| | Division of Corporations P.O. Box 6327 | Division of Corporations Clifton Building |

Tallahassee, FL 32314

2661 Executive Center Circle

Tallahassee, FL 32301

| ARTICLES OF | ORGANIZATION FOR | RFLORIDA LIMITE | ED LIABILITY | COMPANY |
|--------------------|------------------|-----------------|--------------|---------|
| | | | | ć. o |

| ARTICLES OF ORGANIZATION FO | OR FLORIDA LIVITED LIABILITY COMPANY |
|---|---|
| ARTICLE I - Name: The name of the Limited Liability Comp | any is: |
| Rachel / Gabrielle Soho LLC | C. C |
| (Must end with the words "Limit | red Liability Company, "L.L.C.," or "LLC.") |
| ARTICLE II - Address: The mailing address and street address or | f the principal office of the Limited Liability Company is: |
| Principal Office Address: | Mailing Address: |
| 670 West End Avenue, 16F | 670 West End Avenue, 16F |
| New York, NY 10025 | New York, NY 10025 |
| (The Limited Liability Company cannot serve as its over business entity with an active Florida registration.) The name and the Florida street address of William Bermont | of the registered agent are: |
| | Name |
| 3427 North Moorings Florida st | Way treet address (P.O. Box NOT acceptable) |
| Coconut Grove | FL 33133 |
| | City, State, and Zip |
| liability company at the place designa registered agent and agree to act in this c statutes relating to the proper and comp | and to accept service of process for the above stated limited ted in this certificate, I hereby accept the appointment as capacity. I further agree to comply with the provisions of all plete performance of my duties, and I am familiar with and as registered agent as provided for in Chapter 608, F.S |

(CONTINUED)

Registered Agent's Signature (REQUIRED)

By /s/ William Bermont

| <u>Title:</u> "MGR" = Mai "MGRM" = M | nager Ianaging Member | Name and Address: |
|---|--|--|
| MGRM | | William Bermont 670 West End Avenue, 16F New York, NY 10025 |
| | | |
| | | |
| | | ************************************** |
| LEV: Effective | nt if necessary) ve date, if other than the listed, the date must b | date of filing: (OPTIO |
| EV: Effective date is days after the | ve date, if other than the listed, the date must be date of filing.) | date of filing: (OPTIO |
| LE V: Effective date is days after the | ve date, if other than the listed, the date must be date of filing.) | e specific and cannot be more than five business o |
| EV: Effective date is days after the | ve date, if other than the listed, the date must b date of filing.) SIGNATURE: /s/ William Bermon | e specific and cannot be more than five business o |
| LE V: Effective date is days after the REQUIRED (In a control of the lates) | ve date, if other than the listed, the date must be date of filing.) SIGNATURE: /s/ William Bermon Signature of a member accordance with section 608 stitutes an affirmation under aware that any false information of the section for the s | nt er or an authorized representative of a member. 3.408(3), Florida Statutes, the execution of this document or the penalties of perjury that the facts stated herein are true, mation submitted in a document to the Department of State |
| LE V: Effective date is days after the REQUIRED (In a control of the lates) | ve date, if other than the listed, the date must be date of filing.) SIGNATURE: /s/ William Bermon Signature of a member accordance with section 608 stitutes an affirmation under a ware that any false information to stitutes a third degree felonger. | nt er or an authorized representative of a member. 3.408(3), Florida Statutes, the execution of this document of the penalties of perjury that the facts stated herein are true, mation submitted in a document to the Department of State y as provided for in s.817.155, F.S.) |
| LE V: Effective date is days after the REQUIRED (In a control of the lates) | ve date, if other than the listed, the date must be date of filing.) SIGNATURE: /s/ William Bermon Signature of a member accordance with section 608 stitutes an affirmation under aware that any false information aware that any false information that any false information as third degree felong William Bermont | nt er or an authorized representative of a member. 3.408(3), Florida Statutes, the execution of this document of the penalties of perjury that the facts stated herein are true, mation submitted in a document to the Department of State y as provided for in s.817.155, F.S.) |
| LE V: Effective date is days after the REQUIRED (In a control of the lates) | ve date, if other than the listed, the date must be date of filing.) SIGNATURE: /s/ William Bermon Signature of a member accordance with section 608 stitutes an affirmation under a ware that any false information that any false information is a third degree felong William Bermont Ty | nt er or an authorized representative of a member. 3.408(3), Florida Statutes, the execution of this document or the penalties of perjury that the facts stated herein are true, mation submitted in a document to the Department of State y as provided for in s.817.155, F.S.) |