

Division of Corporations

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To:
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Fax Number : (850)617-6383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

GAU FLORIDA LLC

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Page Count	04
Estimated Charge	\$130.00

S. HAWKES

FEB 10 2009

EXAMINER

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**ARTICLES OF ORGANIZATION
OF
GAU FLORIDA LLC**

The undersigned, being a duly authorized representative of a manager, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization.

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ARTICLE I

NAME

The name of the limited liability company is Gau Florida LLC (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is as follows:

Principal Office
9757 N.W. 46 Terrace, Unit 114
Miami, Florida 33178

Mailing Address
1000 Brickell Avenue, #215
Miami, Florida 33131

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 1000 Brickell Avenue, Suite 215, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Corporate Maintenance Services, LLC, a Florida company as the Company's initial registered agent at that address to accept service of process within this state.

This Instrument Prepared By:
RONAS & STANHAM, LLP
NICHOLAS STANHAM, ESQ.
Florida Bar No.: 0082258
520 Brickell Key Drive, Suite O-301
Miami, Florida 33131
Telephone: (305) 349-1600

ARTICLE IV
MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Manager, who shall serve in such capacity until his successor is duly elected and qualified, shall be:

Boni Garofalo

ARTICLE V
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 (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

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.

ARTICLE VII
ADDITIONAL MANAGERS


Additional Managers may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Manager, in the manner set forth in the Operating Agreement of the Company.

ARTICLE VIII
OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Managers of the Company in the manner set forth in the Operating Agreement of the Company.

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 9th day of February, 2009.

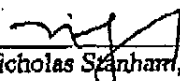


Nicholas Stanham
Duly Authorized Representative of a
Manager

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **Gau Florida, LLC**, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 9th day of February, 2009.

CORPORATE MAINTENANCE SERVICES, LLC



By: Nicholas Stanham, Manager

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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