



THE UNITED STATES  
CORPORATION  
COMPANY

000000006124

ACCOUNT NO. : 072100000032

REFERENCE : 711706 128504A

AUTHORIZATION : *Patricia Pijet*

COST LIMIT : \$ 125.00

ORDER DATE : May 26, 2000

ORDER TIME : 10:56 AM

ORDER NO. : 711706-005 9000003268229--7

CUSTOMER NO: 128504A

CUSTOMER: Warren R. Trazenfeld, Esq  
WARREN R. TRAZENFELD, P.A.  
WARREN R. TRAZENFELD, P.A.  
1st Union Financial, Ste. 1870  
200 S. Biscayne Boulevard  
Miami, FL 33131-2310

DOMESTIC FILING

NAME: THE ART OF LIVING USA, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

RECEIVED  
00 MAY 26 AM 11:21  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA

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00 MAY 26 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*WR 5/24*

*4p*

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

The Art of Living USA, L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 1627 Brickell Avenue, PH-Apt 3000, Miami, Florida 33129.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PERPETUAL

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be First Union Financial Center, 200 S. Biscayne Blvd., Suite 1870, Miami, Florida 33131 and the name of the initial registered agent of the corporation at that address is Warren R. Trazenfeld.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the managing member. The name and address for the managing member is:

Todd Clark

1627 Brickell Avenue  
PH-Apt 3000  
Miami, Florida 33129.

ARTICLE VI. CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company of the cash or property set forth in the Affidavit of Membership and Contributions.

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ARTICLE VII. ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional contributions to the company only on the unanimous consent of all the members.

ARTICLE VIII. PROFITS AND LOSSES

Net profits and net losses shall be allocated to the member of the Company proportionally in relation to the total capital contribution of each such member.

ARTICLE IX. ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE X. TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminated the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

The undersigned managing member of The Art of Living USA, L.C. hereby executes these articles of organization on this 24 day of May 2000.

By: \_\_\_\_\_

  
TODD CLARK

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLE OF ORGANIZATION

Warren R. Trazenfeld, having a business office identical with the registered office of the Limited Liability named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

By:   
WARREN R. TRAZENFELD, ESQ.

Dated: May <sup>29</sup>\_\_\_\_, 2000

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