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**LIMITED LIABILITY COMPANY
FREE TRADE ZONE PROPERTY HOLDING COMPANY, LLC**

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

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June 7, 2001

CORPORATE & CRIMINAL RESEARCH SERVICES

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ARTICLES OF ORGANIZATION OF FREE TRADE ZONE PROPERTY HOLDING COMPANY, LLC

ARTICLE I - Name

The name of the Limited Liability Company is FREE TRADE ZONE PROPERTY HOLDING COMPANY, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is c/o World Duty Free Americas, Inc., 6691 Bay Meadow Drive, Glen Burnie, MD 21060.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 103 N. Meridian Street, Lower Level, Tallahassee, Florida 32301. The name of its initial registered agent at such office is CorpDirect Agents.

ARTICLE IV - Management

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

Cavell J. Anderson, Authorized Signor
Date: June 7, 2001

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

CORPDIRECT AGENTS

By: Pam Wolfe
Print Name: Pam Wolfe
Title: it's agent

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ARTICLES OF ORGANIZATION
OF
FREE TRADE ZONE PROPERTY HOLDING COMPANY, LLC

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE I - Name

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ARTICLE II - Address

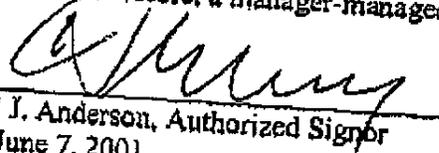
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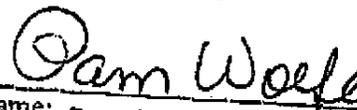


Cavell J. Anderson, Authorized Signor
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CORPDIRECT AGENTS

By: 
Print Name: Pam Wolfe
Title: it's agent

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