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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-07/09/01--01093--016
****125.00 ****125.00

SUBJECT: Rock-Racing Management, LLC

Enclosed is an original and one (1) copy of the articles of Organization for the captioned Florida Limited Liability Company, and a check for \$125.00 covering the filing fee and designation of registered agent.

FROM: Armand Colson
Colson, Sawyer & Associates, LLC
409 S.E. 16th Court
Fort Lauderdale, Florida 33316

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – Name:

The name of the Limited Liability Company is:

Rock-Racing Management, LLC

ARTICLE II – Address:

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

409 SE 16th Court
Fort Lauderdale, Florida 33316

ARTICLE III – Duration:

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

Perpetual

ARTICLE IV – Management:

The Limited Liability Company is to be managed by the members, and the names and addresses of the managing member listed:

- | | |
|---|---|
| 1. TAO Global Services Company, Inc.
1421 S.W. 29 Street
Fort Lauderdale, Florida 33316 | 4. Gregory R. Sawyer
409 S.E. 16 th Court
Fort Lauderdale, Florida 33316 |
| 2. CCD, Inc.
6664 Via Regina
Boca Raton, Florida 33433 | 5. Juliano Barrotti-Waltman
110 Old North Stamford Road
Stamford, CT 06905 |
| 3. Armand Colson
409 S.E. 16 th Court
Fort Lauderdale, Florida 33316 | |

The initial members of the LLC, their initial capital/in-kind contributions, and respective percentage interest in the LLC are:

TAO Global Services Company, Inc.	\$100.00	25%
Armand Colson	\$100.00	12.5%
Gregory R. Sawyer	\$100.00	12.5%
Juliano Barrotti-Waltman	\$100.00	25%
CCDD, Inc.	\$100.00	25%

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ARTICLE VI – Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

There are no rights provided at this time to admit additional members. The admission of additional members will be addressed by amendment to the articles.

ARTICLE VII – Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminated the continued membership of a member in the limited liability company shall be:

Not applicable at this time. When applicable, it will be addressed by amendment to the Articles.

Armand G. Bon

Signature of a member or an authorized representative of a member

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

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability company is:

Rock-Racing Management, LLC

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

Armand Colson
Colson, Sawyer & Associates, LLC
409 SE 16th Court
Fort Lauderdale, FL 33316

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.

Armand Colson
(Signature)

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