

Florida Department of State

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Account Name : STEINBERG & YAFFE, P.A.

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VISION OF CORPORATION

LIMITED LIABILITY COMPANY

SOBE AMERICA LLC

Certificate of Status	0
Certified Copy	l l
Page Count	01
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FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State.

September 5, 2002

STEINBERG & YAFFE, P.A.

SUBJECT: SOBE AMERICA LLC

REF: W02000025696

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Your articles of organization reflect your limited liability company will not be managed by the members of the company; however, your articles contain the name(s) and address(es) of the managing member(s). Consequently, you must either amend your articles to reflect the company will be managed by the members or substitute the title of Manager (MGR) for the title of Managing Member (MGRM) throughout your document.

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: SOBE AMERICA LLC.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 960 Ocean Drive, Miami Beach, FL 33139.

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida Street Address of the registered agent are (No PO Boxes) Paul B. Steinberg, Esq., 767 Arthur Godfrey Road, Miami Beach, FL 33140-3418

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 as provided in Chapter 608, F.S.

Registered Agent's Signature

ARTICLE IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The initial managing members shall be Catherine Arrighi & Pascal Camille Gonzales.

ARTICLE V - Effective Date:

The effective date of the Limited Liability Company is ______
date of filing if left blank.

of the

Signature of a member or an authorized representative of a member

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

Paul B. Steinberg, Esq.
Typed or printed name of signee

STEINBERG & ASSOCIATES, P.A., 767 Arthur Godfrey Road, Minni Beach, Florida 33140-3413 (305) 538-2344/Minni-Dade (984) 462-2344/Broward (305) 538-0419/Fax InBox@SenatorLaw.com H02000190916 5

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