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LIMITED LIABILITY COMPANY

HONEYDEW INTERNATIONAL LLC

Certificate of Status	0
Certified Copy	1
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J. BRYAN APR 17 2003

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ARTICLES OF ORGANIZATION FOR

FOR

**HONEYDEW INTERNATIONAL LLC
A FLORIDA LIMITED LIABILITY COMPANY**

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TALLAHASSEE, FLORIDA

The undersigned hereby files these Articles of Organization in order to form a Limited Liability company under the laws of the State of Florida.

ARTICLE I - NAME OF THE COMPANY:

The name of the Limited Liability Company is

Honeydew International LLC

ARTICLE II - ADDRESS OF THE COMPANY:

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

1900 S. W. 3rd. Avenue
Miami, FL 33129

ARTICLE III - MAILING ADDRESS OF THE COMPANY:

The mailing address of the Limited Liability Company is:

c/o Sofia Powell-Cosio
1900 S. W. 3rd. Avenue
Miami, FL 33129

ARTICLE IV - ADDRESS OF REGISTERED OFFICE AND REGISTERED AGENT:

Sofia Powell-Cosio, Esq.
1900 S. W. 3rd Avenue
Miami, FL 33129

ARTICLE V - DURATION:

The period of duration for the Limited Liability Company shall be perpetual.

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ARTICLE VI - MANAGEMENT:

The Limited Liability Company shall be managed by one or more members and is, therefore, a Member-Managed company.


Diana Powell
Bruce Hutson

ARTICLE VII - PURPOSE OF ORGANIZATION:

The purpose of organization of the Limited Liability company is to engage in any and all acts, or purposes, as permitted under Section 608.404 of the Florida Statutes, as amended from time, for any and all other applicable, or governing laws, of the State of Florida, except as any of those acts, or purposes, may otherwise be barred, or restricted, by law.

IN WITNESS WHEREOF, these Articles of Organization have been executed, this 17th
day of April, 2003.

By: 
Diana Powell - Member

By: 
Bruce Hutson - Member

This Instrument Prepared By: Sofia Powell-Cosio, Esq.
1900 S. W. 3rd. Avenue
Miami, Florida 33129
(305) 579-9988
Florida Bar No. 0867942

STATE OF FLORIDA)

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

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) SS:
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COUNTY OF MIAMI-DADE

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, Diana Powell and Bruce Hutson personally appeared to me known to be the persons described in the foregoing Articles of Organization, and they acknowledged before me that they executed said Articles of Organization.

WITNESS my hand and seal in said State and County, this 7 day of April 2003.

Notary Signature
NOTARY PUBLIC LARA M. BASULTO
COMMISSION # CC085241
EXPIRES NOV 03, 2003
BONDED THROUGH
ADVANTAGE NOTARY

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HONEYDEW INTERNATIONAL CORPORATION
ALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT'S ACCEPTANCE AND SIGNATURE

In compliance with Florida Statutes Chapter 608, the following is submitted:

Having been name as Registered-Agent and to accept service of process for the above stated Limited Liability company at the place designated in therein and further described in this certificate as: **Honeydew International LLC**, 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 positions as Registered Agent as provided for in Chapter 608, F.S.

By: Sofia Powell-Cosio
Registered Agent: Sofia Powell-Cosio

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