

L03 000022531

Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : EAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

LIMITED LIABILITY COMPANY**NEW LEAF GROUP, LLC.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 20, 2003

FAS-T CORP. AGENTS, INC.

SUBJECT: NEW LEAF GROUP, LLC
REF: W03000017720

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Trevor Brumbley
Document Specialist

FAX And. #: E03000217299
Letter Number: 703A00037964

ARTICLES OF ORGANIZATION OF
NEW LEAF GROUP, LLC.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, Florida Statute 608 - Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I NAME

The name of this Limited Liability Company shall be NEW LEAF GROUP, LLC. (the "Company").

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAIL ADDRESS

The principal place of business and mailing address of this Company, shall be:

1025 S.W. 94 Ct.
Miami, FL 33174

ARTICLE III MANAGEMENT

Management of this limited liability is reserved to its members, whose names and addresses are as follows:

NAMEADDRESS

Nicolas Granell
Member Director

1025 S.W. 94 Ct.
Miami, FL 33174

ARTICLE IV ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be as determined in accordance with the Regulations of the Limited Liability Company.

ARTICLE V. 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 terminates the continued membership of a member in the Limited Liability Company shall be as determined in accordance with the Regulations of the Limited Liability Company.

ARTICLE VI. DURATION

This Limited Liability Company shall exist perpetually until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII. CAPITAL CONTRIBUTIONS

Capital contributions will be contributed to the limited liability company by one member:

• Nicolas Granell

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal share.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of the above stated limited liability company


Nicolas Granell

ARTICLE VIII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Nicolas Granell
1025 S.W. 94 Ct.
Weston, FL 33326

ACKNOWLEDGMENT:

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.



Nicolas Granell