

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L03000042429
FILED 8:00 AM
November 03, 2003
Sec. Of State**

Article I

The name of the Limited Liability Company is:

UPTOWN RETAIL, LLC

Article II

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

1500 OCEAN DR.
UNIT 204
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:

1500 OCEAN DR.
UNIT 204
MIAMI BEACH, FL. 33139

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

ANN CARTER
1460 OCEAN DRIVE
UNIT 410
MIAMI BEACH, FL. 33139

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.

Registered Agent Signature: ANN CARTER

Article V

The name and address of managing members/managers are:

Title: MGRM
ALFONSO COHEN
1460 OCEAN DR UNIT 410
MIAMI BEACH, FL. 33139

Title: MGR
NEAR GUOAZ
1500 OCEAN DR. UNIT 204
MIAMI BEACH, FL. 33139

Title: MGR
ANN CARTER
1460 OCEAN DR UNIT 410
MIAMI BEACH, FL. 33139

Article VI

The effective date for this Limited Liability Company shall be:

11/03/2003

Signature of member or an authorized representative of a member

Signature: ANN CARTER

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