

L03000047660**Florida Department of State**

Division of Corporations

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EFFECTIVE DATE**11-20-03****RECEIVED**
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DIVISION OF CORPORATION**LIMITED LIABILITY COMPANY****FREDERICS' LLC**

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ARTICLES OF ORGANIZATION

OF

FREDERICS' LLC

EFFECTIVE DATE

ARTICLE I

Name

The name of this limited liability company is FREDERICS' LLC (hereinafter "the Company").

ARTICLE II

Address

The principal street and mailing address of the Company is 2665 S. Bayshore Drive, Suite 703, Miami, FL 33133.

ARTICLE III

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc.
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

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ARTICLE V

Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

ARTICLE VI

Authorized Representative and Organizer

The name and street and mailing address of the person signing these Articles as authorized Representative and Organizer is:

Albert J. Lazo, Esq.
Richards & Polansky, P.A.
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

ARTICLE VII

Management

The Company will be managed by at least one (1) manager and is, therefore, a manager-managed company. The initial managers shall be:

Frederic Martin
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

Frederic Claisse
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

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


Albert J. Lazo, Authorized Representative

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Nov 25 03 11:27a Janet Avila
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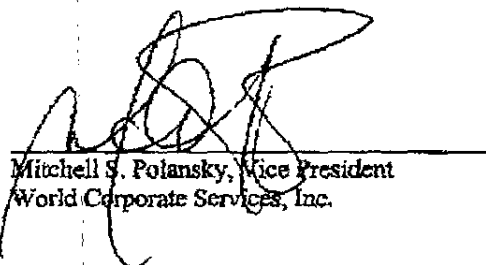
p. 4

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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of Fredericos' LLC named in the Articles of Organization herein above set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 19th day of November 2003.



Mitchell S. Polansky, Vice President
World Corporate Services, Inc.

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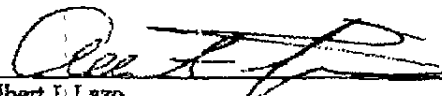
ARTICLE VIII

Effective Date

These Articles of Organization shall be effective as of November 20, 2003.

AUTHORIZED REPRESENTATIVE AND ORGANIZER

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization
this 19 day of November 2003.


Albert J. Lazo

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Albert J. Lazo,
who is well known to me to be the person described in and who executed these Articles of
Organization as Authorized Representative and Organizer, and acknowledged before me that he
executed the same freely and voluntarily for the purposes therein expressed.

19 SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this
day of November 2003.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



Andrea Darling de Cortes
Commission #0157178
Expires: Oct 10, 2006
Bordant Thru
Atlantic Bonding Co., Inc.

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