

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

**L03000049345
FILED 8:00 AM
December 02, 2003
Sec. Of State**

Article I

The name of the Limited Liability Company is:

KARIN MODELS USA, LLC

Article II

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

846 LINCOLN ROAD
3RD FLOOR
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:

846 LINCOLN ROAD
3RD FLOOR
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:

JONATHAN N DAVID ESQ.
6632 SW 64 AVENUE
MIAMI, FL. 33143

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: /JONATHAN N. DAVID/

Article V

The name and address of managing members/managers are:

Title: MGRM
JEFFREY FULLER
846 LINCOLN ROAD
MIAMI BEACH, FL. 33139

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Article VI

The effective date for this Limited Liability Company shall be:

12/02/2003

Signature of member or an authorized representative of a member

Signature: /JEFF FULLER/