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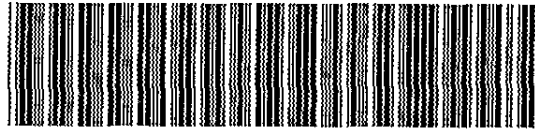
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**WEISS SEROTA HELFMAN  
PASTORIZA GUEDES COLE & BONISKE, P.A.  
ATTORNEYS AT LAW**

MITCHELL A. BIERMAN  
NINA L. BONISKE  
MITCHELL J. BURNSTEIN  
JAMIE ALAN COLE  
EDWARD G. GUEDES  
STEPHEN J. HELFMAN  
JOHN R. HERIN, JR.  
HARRIET R. LEWIS  
GILBERTO PASTORIZA  
GARY I. RESNICK  
JOSEPH H. SEROTA  
NANCY E. STROUD  
RICHARD JAY WEISS  
DAVID M. WOLPIN  
STEVEN W. ZELKOWITZ

THOMAS J. ANSBRO\*  
LILLIAN ARANGO DE LA HOZ\*  
ALISON S. BIELER  
MICHELLE BUCKALEW

MIAMI-DADE OFFICE  
2665 SOUTH BAYSHORE DRIVE  
SUITE 420  
MIAMI, FLORIDA 33133

TELEPHONE 305-854-0800  
TELECOPIER 305-854-2323  
WWW.WSH-LAW.COM

BROWARD OFFICE  
3107 STIRLING ROAD • SUITE 300  
FORT LAUDERDALE, FLORIDA 33312  
TELEPHONE 954-763-4242 • TELECOPIER 954-764-7770

\*OF COUNSEL

ELAINE M. COHEN  
VIVIAN DE LAS CUEVAS-DIAZ  
STEPHANIE DEUTSCH\*  
JENNIFER A. GOLDBERG  
DOUGLAS R. GONZALES  
CHRISTOPHER F. KURTZ  
PETER A. LICHTMAN  
KAREN LIEBERMAN\*  
MATTHEW H. MANDEL  
BERNARD S. MANDLER\*  
MICHAEL J. MARRERO  
ALEXANDER L. PALENZUELA-MAURI  
MICHAEL S. POPOK\*  
ANTHONY L. RECIO  
SCOTT A. ROBIN  
GAIL D. SEROTA\*  
JEFFREY P. SHEFFEL  
MIA M. SINGH  
JOSE S. TALAVERA  
SUSAN L. TREVARTHEN\*

January 30, 2004

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: Miami Spirits Group, LLC**

To Whom It May Concern:

Enclosed is Articles of Incorporation of Miami Spirits Group, Inc. which we are requesting they be filed with the Florida Department of State. Also enclosed is our Firm's check number 26942, in the amount of \$125.00 for filing fees.

Should you have any questions regarding the foregoing, please contact me.

Very truly yours,



Debbie Sabino  
Legal Secretary

DES  
Enclosures

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**ARTICLES OF ORGANIZATION FOR FLORIDA  
LIMITED LIABILITY COMPANY**

**ARTICLE I. NAME:**

The name of the Limited Liability Company is MIAMI SPIRITS GROUP, LLC.

**ARTICLE II. EFFECTIVE DATE:**

The effective date for the Limited Liability Company shall begin with the filing of these Articles with the Florida Department of State.

**ARTICLE III. ADDRESS:**

The mailing address and street address of the principal office of the Limited Liability Company is 2665 South Bayshore Drive, Suite 420, Miami, FL 33133.

**ARTICLE IV. REGISTERED AGENT:**

The name and address of the initial registered agent for this Limited Liability Company is Nina Boniske, Esq. 2665 South Bayshore Drive, Suite 420, Miami, FL 33133.

**ARTICLE V. MANAGEMENT:**

The Limited Liability Company is to be managed by the Members and the names and addresses of the Members are:

Nina Boniske  
1213 Sunset Harbor Drive, #113  
Miami Beach, FL 33139

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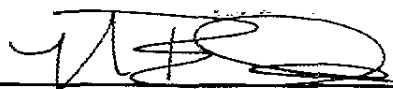
Angela Barbato  
2971 N.E. 16<sup>th</sup> Avenue  
Oakland Park, FL 33334-5211

Suzanne Singer  
300 Meridian Avenue, #3  
Miami Beach, FL 33139

Mary Jo Deblasis  
1283 Fairharm Drive  
New Albany, OH 33141

Steven Zelkowitz  
420 N.E. 95<sup>th</sup> Atreet  
Miami Shores, FL 33138

IN WITNESS WHEREOF, the undersigned member has executed these Articles the  
30th day of January, 2004.

  
\_\_\_\_\_  
Nina Boniske

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA  
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE  
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED  
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

MIAMI SPIRITS GROUP, LLC

2. The name and address of the registered agent and office is:

Nina Boniske, Esq.  
2665 South Bayshore Drive, Suite 420  
Miami, FL 33133

By: \_\_\_\_\_

Nina Boniske,  
Authorized Representative of Members

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*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.*

\_\_\_\_\_  
(Signature)

1-30-04  
(Date)