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### Hughes Hubbard & Reed LLP

One Battery Park Plaza New York, New York 10004-1482 Telephone: 212-837-6000 Facsimile: 212-422-4726

May 14, 2004

Florida Dept. of State **Division of Corporations** 409 E. Gaines Street Tallahassee, Florida 32399

> Re: Articles of Organization of TeaBar, LLC

Dear Sir or Madam:

Enclosed are the Articles of Organization of TeaBar, LLC for filing with the Florida Department of State.

Enclosed is a check in the amount of \$125.00, which amount represents your fee for filing the Articles of Organization and the Registered Agent Fee.

If you have any questions concerning the above request, please call me at (305) 379-7232.

Sincerely,

an Nowly Elizabeth Doddridge

Paralegal

**Enclosures** 

## ARTICLES OF ORGANIZATION OF TEABAR,LLC

The undersigned, for the purpose of forming a Florida Limited Liability Company, hereby makes, acknowledges, and files the following Articles of Organization.

#### ARTICLE I -- NAME

The name of the Limited Liability Company is:

TeaBar, LLC

#### **ARTICLE II -- ADDRESS**

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

10 Island Drive Key Biscayne, Florida 33149

### ARTICLE III-REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

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

Marcella G. McCarthy 10 Island Drive Key Biscayne, Florida 33149

#### ACCEPTANCE BY REGISTERED AGENT

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 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 as provided for in Chapter 608, F.S.

Marcella G. McCarthy Registered Agent

#### ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company.

Marcella G. McCarthy

May 5, 2004

SECRETARY OF STATE
DIVISION OF CORPORATIONS