

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

L04000082217
FILED 8:00 AM
November 12, 2004
Sec. Of State
Irrivers

Article I

The name of the Limited Liability Company is:

NIKKI BEACH BRAZIL HOLDINGS, LLC

Article II

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

407 SE 9TH STREET
FORT LAUDERDALE, FL. US 33316

The mailing address of the Limited Liability Company is:

407 SE 9TH STREET
FORT LAUDERDALE, FL. US 33316

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:

GIL STERNBACH
407 SE 9TH STREET
FORT LAUDERDALE, FL. 33316

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: GIL STERNBACH

Article V

The name and address of managing members/managers are:

Title: MGRM
GRANITE FINANCIAL PARTNERS, LLC
407 SE 9TH STREET
FORT LAUDERDALE, FL. 33316 US

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Article VI

The effective date for this Limited Liability Company shall be:

11/12/2004

Signature of member or an authorized representative of a member

Signature: GIL STERNBACH