

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

**L04000088339
FILED 8:00 AM
December 08, 2004
Sec. Of State
tcline**

Article I

The name of the Limited Liability Company is:

FRED HOLDINGS, LLC

Article II

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

P.O. BOX 403354
MIAMI BEACH, FL. US 33140

The mailing address of the Limited Liability Company is:

P.O. BOX 403354
MIAMI BEACH, FL. US 33140

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:

RODNEY F FEASTER
2625 COLLINS AVENUE
UNIT 809
MIAMI BEACH, FL. 33140

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: RODNEY F. FEASTER

Article V

The name and address of managing members/managers are:

Title: MGRM
EMANUELE DE LUCIA
800 WEST AVENUE, #736
MIAMI, FL. 33139 US

Title: MGRM
RODNEY F FEASTER
2625 COLLINS AVENUE, UNIT 809
MIAMI BEACH, FL. 33140 US

Article VI

The effective date for this Limited Liability Company shall be:

12/07/2004

Signature of member or an authorized representative of a member

Signature: RODNEY F. FEASTER

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