

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

L05000006682
FILED 8:00 AM
January 21, 2005
Sec. Of State
gharvey

Article I

The name of the Limited Liability Company is:
CARNIVAL WHOLESale, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
7836 EMERALD CIRCLE
UNIT 102
NAPLES, FL. US 34109

The mailing address of the Limited Liability Company is:
7836 EMERALD CIRCLE
UNIT 102
NAPLES, FL. US 34109

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:
CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL. 32301

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: DEBORAH D. SKIPPER

Article V

The name and address of managing members/managers are:

Title: MGR
MICHAEL CHANDLAR
7836 EMERALD CIRCLE, UNIT 102
NAPLES, FL. 34109 US

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Signature of member or an authorized representative of a member

Signature: MICHAEL CHANDLAR