

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

L05000019533
FILED 8:00 AM
February 25, 2005
Sec. Of State
alunt

Article I

The name of the Limited Liability Company is:

KER HOLDINGS LLC

Article II

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

8875 HIDDEN RIVER PKWY
SUITE 300
TAMPA, FL. 33637

The mailing address of the Limited Liability Company is:

617 NW 7TH STREET ROAD
MIAMI, FL. US 33136

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:

FLORIDA INCORPORATORS, INC.
8875 HIDDEN RIVER PKWY
SUITE 300
TAMPA, FL. 33637

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: MARK HANKINS, PRESIDENT

Article V

The name and address of managing members/managers are:

Title: MGRM
EVELYN LEE
1230 AVENUE OF THE AMERICAS, 7TH FLOOR
NEW YORK, NY. 10020

Title: MGRM
KEN GOOLEY
1230 AVENUE OF THE AMERICAS, 7TH FLOOR
NEW YORK, NY. 10020

Title: MGRM
ROSS HUGUET
2075 COMOX STREET, SUITE 1704
VANCOUVER, BC. V6G1S2 CN

Signature of member or an authorized representative of a member

Signature: JESSICA J. LEON

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