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Fax Number : (850)205-0383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
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Fax Number : (305)672-9110

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Loffler's LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Loffler's LLC

Article II. Address

The Company's street and mailing address is:

Loffler's LLC
c/o Foley & Mansfield, PLLP
4770 Biscayne Boulevard, STE 1000
Miami FL 33137

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Jeff DeCarlo, Esq.
4770 Biscayne Boulevard
STE 1000
Miami FL 33137

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar

Jeff DeCarlo | FL Bar Member 056390
Foley & Mansfield, PLLP
4770 Biscayne Boulevard
STE 1000
Miami FL 33137
305-438-9899

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

RICHARD J. O'KEEFE
c/o Foley & Mansfield, PLLP 4770 Biscayne Boulevard, STE 1000 Miami FL 33137
MICHAEL L. CASSAR
c/o Foley & Mansfield, PLLP 4770 Biscayne Boulevard, STE 1000 Miami FL 33137

Article VII. Company Existence

The Company's existence shall begin effective as of April 18, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on April 18, 2005.

JEFF DECARLO

by K. Sarria as attorney-in-fact

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STATE OF FLORIDA

Jeff DeCarlo 1 FL Bar Member 056390
Foley & Mansfield, PLLP
4770 Biscayne Boulevard
STE 1000
Miami FL 33137
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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:


Loffler's LLC

REGISTERED AGENT/OFFICE:

Jeff DeCarlo, Esq.
4770 Biscayne Boulevard
STE 1000
Miami FL 33137

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JEFF DECARLO, ESQ.
by K. Sarria as attorney-in-fact

Date: April 18, 2005

Jeff DeCarlo | FL Bar Member 056390
Foley & Mansfield, PLLP
4770 Biscayne Boulevard
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