

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 350-2446

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LIMITED LIABILITY COMPANY

Shell Bell Holdings, LLC

Certificate of Status	1
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Estimated Charge	\$160.00

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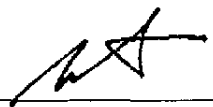
**ARTICLES OF ORGANIZATION
OF
SHELL BELL HOLDINGS, LLC
a Florida limited liability company**

1. The name of the limited liability company is Shell Bell Holdings, LLC.
2. The mailing and street address of the principal office of the limited liability company is:

5025 Collins Avenue
Apartment 2407
Miami Beach, Florida 33140
3. The name and street address of the initial registered agent of the limited liability company are:

Shelly Rubin
5025 Collins Avenue
Apartment 2407
Miami Beach, Florida 33140
4. The effective date of the formation of the limited liability company is November 7, 2005.

Dated: as of November 7, 2005

By: 
Marshall R. Pasternack,
Authorized Representative of the Member

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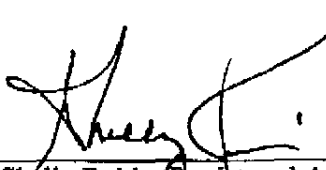
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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) she accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) she is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of November 7, 2005



Shelly Rubin, Registered Agent

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