

MAR-10-06

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FROM AKERMAN SENTERFITT & EIDSON P.A.

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Florida Department of State
Division of Corporations
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Diana Guerra
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A. (FT. LAUDERDALE)
Account Number : I19980000010
Phone : (954) 463-2700
Fax Number : (954) 463-2224

FLORIDA/FOREIGN LIMITED LIABILITY CO.
CBD INVESTMENTS LLC

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**ARTICLES OF ORGANIZATION
OF
CBD INVESTMENTS LLC**

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") is: CBD Investments LLC

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company are:

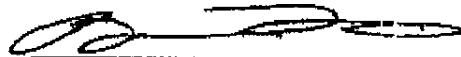
2475 Brickell Avenue, Unit 1803
Miami, Florida 33129

**ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT**

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

Brian Smith
2475 Brickell Avenue, Unit 1803
Miami, Florida 33129

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 10 day of March, 2006.



Brian Smith, member

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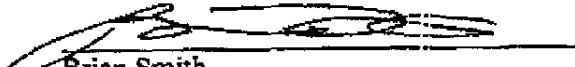
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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **CBD INVESTMENTS LLC**, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this ____ day of March, 2006.


Brian Smith

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