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05 MAR 13 PM 1:35

FLORIDA/FOREIGN LIMITED LIABILITY CO.

COUCH POTATO PRODUCTS, LLC

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ARTICLES OF ORGANIZATION  
OF

COUCH POTATO PRODUCTS, LLC

ARTICLE I

NAME

The name of this limited liability company shall be:

COUCH POTATO PRODUCTS, LLC

ARTICLE II

DURATION

The period of this limited liability company's duration shall be perpetual.

ARTICLE III

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this limited liability company shall be:

590 SW 9<sup>th</sup> Terrace, #10, 11  
Pompano Beach, Florida 33069

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 4901 NW 17<sup>th</sup> Way, Suite 504, Fort Lauderdale, Florida

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33309, and the initial registered agent of this limited liability company at that address is Peter M. Hodkin.

#### ARTICLE V

##### MANAGERS

This limited liability company shall be managed by Managers and shall have one Manager initially. The number of Managers may be increased or decreased from time to time but there shall never be less than one Manager. The name and address of the initial Manager of this limited liability company is:

Scott Marcus

590 SW 9<sup>th</sup> Terrace, # 10, 11  
Pompano Beach, FL 33069

#### ARTICLE VI

##### CONTINUATION OF BUSINESS

The remaining members of the limited liability company may continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

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## ARTICLE VII

### ADDITIONAL MEMBERS

The members may admit additional members to the limited liability company from time to time and the terms and conditions of admitting additional membership are set forth in an agreement among the members on file at the limited liability company's principal office.

## ARTICLE IX

### INDEMNIFICATION

The limited liability company shall indemnify any Manager or former Manager, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 13 day of March, 2006.

  
\_\_\_\_\_  
Scott Marcus


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ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED LIMITED LIABILITY  
COMPANY, AT THE PLACE DESIGNATED IN ARTICLE IV OF  
THESE ARTICLES OF ORGANIZATION, THE UNDERSIGNED IS  
FAMILIAR WITH THE OBLIGATIONS OF THAT POSITION AND  
HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER  
AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF ITS  
DUTIES.

DATED THIS 13<sup>th</sup> OF March, 2006.

  
Peter M. Hodkin

STATE OF FLORIDA            )  
                                      ) SS:  
COUNTY OF BROWARD        )

BEFORE ME, a Notary Public authorized in the county and state set  
forth above, personally appeared Scott Marcus known to me and known by  
me to be the person who, as Manager, executed the foregoing Articles of

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Organization of Couch Potato Products, LLC, and he acknowledged before me that he executed those Articles of Organization. He is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state aforesaid this 13 day of March, 2006.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



Madelyn Rosen  
My Commission DD288350  
Expires May 31, 2008

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