

# LB60000 300/6

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To:

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

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**  
**MARKETING & PROMOTION SPECIALISTS, LLC**

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DIVISION OF CORPORATIONS

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
MARKETING & PROMOTION SPECIALISTS, LLC

### Article II. Address

The Company's street and mailing address is:  
MARKETING & PROMOTION SPECIALISTS, LLC  
6849 SW 10th Court  
Pembroke Pines FL 33023

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Dianne Tindle  
6849 SW 10th Court  
Pembroke Pines FL 33023

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TALLAHASSEE, FLORIDA

### 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 item to which the assignor was entitled, to the extent assigned.

M. Cristina Del-Valle I FL Bar Member 336084  
Fieldstone Lester Shear & Denberg, LLP  
201 Alhambra Circle  
Suite 601  
Coral Gables FL 33134  
305-357-1001

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 member-managed company. The name and address of each member is:

DIANNE TINDLE  
6849 SW 10th Court Pembroke Pines FL 33023

Article VII. Company Existence

The Company's existence shall begin effective as of 3/21/2006.

The undersigned authorized representative of a member executed these Articles of Organization on 3/21/2006.

  
\_\_\_\_\_  
M. CRISTINA DEL-VALLE

by T. Baez as attorney-in-fact

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FLORIDA

M. Cristina Del-Valle | FL Bar Member 336084  
Fieldstone Lester Shear & Denberg, LLP  
201 Alhambra Circle  
Suite 601  
Coral Gables FL 33134  
305-357-1001

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

MARKETING & PROMOTION SPECIALISTS, LLC

REGISTERED AGENT/OFFICE:

Dianne Tindle  
6849 SW 10th Court  
Pembroke Pines FL 33023

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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.

  
\_\_\_\_\_  
DIANNE TINDLE  
by T. Baez as attorney-in-fact

Date: 3/21/2006.

M. Cristina Del-Valle | FL Bar Member 336084  
Fieldstone Lester Shear & Denberg, LLP  
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Suite 601  
Coral Gables FL 33134  
305-357-1001