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Florida Department of State
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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Joy USA, LLC

Certificate of Status	1
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Help

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ARTICLES OF ORGANIZATION

OF

Joy USA, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Company shall be: Joy USA, LLC

**ARTICLE II
ADDRESS AND PLACE OF BUSINESS**

The Company's mailing address is P.O. Box 260805 Tampa, FL 33685 and the Company's principal address is P.O. Box 260805 Tampa, FL 33685.

**ARTICLE III
PERIOD OF DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE IV
GENERAL POWERS**

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

**ARTICLE V
MANAGEMENT**

The Company is a manager managed company as described more fully in the operating agreement of the Company ("Operating Agreement"), and the business and affairs of the Company shall be managed by or under the direction of one or more managers.

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**ARTICLES OF ORGANIZATION
OF JOY USA, LLC
PAGE 2**

**ARTICLE VI
RIGHT TO CONTINUE BUSINESS**

Upon 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 Company, the business of the Company shall not cease and the Company shall not be dissolved except by the unanimous consent of the remaining members or as otherwise provided in the Operating Agreement of the Company.

**ARTICLE VII
RESTRICTIONS ON MEMBERSHIP**

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with the Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members, or otherwise in accordance with the Company's Operating Agreement. Additional restrictions and conditions on membership may be set forth in the Operating Agreement or other agreement adopted by the members.

**ARTICLE VIII
OPERATING AGREEMENT**

The members of the Company may adopt an Operating Agreement pertaining to the regulation, management, and other affairs of the Company.

**ARTICLE IX
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Company's initial registered office in Florida is 401 E. Jackson Street, Suite 1700, Tampa, Florida 33602, and the name of its initial registered agent is American Information Services, Inc. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

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ARTICLES OF ORGANIZATION
OF JOY USA, LLC
PAGE 3

ARTICLE X
ACKNOWLEDGMENT

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of Joy USA, LLC. These Articles of Organization may be amended from time to time by consent of the members in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 9th day of May, 2006.


Jeffrey M. Gad, Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Joy USA, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 9th day of May, 2006.

American Information Services, Inc.

By: 
David M. Abel, Asst. Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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