

Division of Corporations

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From:

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FLORIDA/FOREIGN LIMITED LIABILITY CO.**Bluefish Fashion Mercantile, LLC**

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Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION

OF

BLUEFISH FASHION MERCANTILE, LLC

Pursuant to section 608.407, Florida Statutes, the undersigned hereby files these Articles of Organization as follows:

ARTICLE I - NAME

The name of the Limited Liability Company is:

BLUEFISH FASHION MERCANTILE, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 550 Biltmore Way, Suite 1110, Coral Gables, FL 33134.

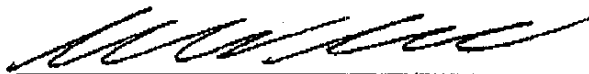
ARTICLE III - REGISTERED AGENT

Rosa Eckstein Schechter, Esq.
550 Biltmore Way
Suite 1110
Coral Gables, FL 33134

Having been named Registered Agent for the above stated limited liability company, at the designated Registered Office; the undersigned hereby accepts said appointment 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 the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.


Rosa Eckstein SchechterARTICLE V - DURATION

The period of duration for the Limited Liability Company is perpetual.


Rosa Eckstein Schechter, Authorized
Representative and Registered Agent
(In accordance with section 608.408(3), Florida Statutes, the
execution of this document constitutes an affirmation under the
penalties of perjury that the facts stated herein are true).

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