

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000075118
FILED 8:00 AM
July 28, 2006
Sec. Of State
mthomas

Article I

The name of the Limited Liability Company is:
LIPS LAUDERDALE PARTNERS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1421 OAKLAND PARK BLVD.
OAKLAND PARK, FL. US 33334

The mailing address of the Limited Liability Company is:
1421 OAKLAND PARK BLVD.
OAKLAND PARK, FL. US 33334

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
ROBERT N DEBENEDICTIS
1421 OAKLAND PARK BLVD.
OAKLAND PARK, FL. 33334

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: ROBERT N. DEBENEDICTIS

Article V

The name and address of managing members/managers are:

Title: MGRM
ROBERT N DEBENEDICTIS
511 BAYSHORE DR
FT. LAUDERDALE, FL. 33304 US

Title: MGRM
PAUL GALLUCCIO
300 EAST 33 ST
NEW YORK, NY. 10016 US

Title: MGRM
MARK ZSCHIESCHE
246 EAST 46 STREET
NEW YORK, NY. 10017 US

Title: MGRM
EDWARD LAFAYE
300 EAST 76 STREET
NEW YORK, NY. 10021 US

Title: MGRM
MITCH ALBERT
2960 UNION STREET
SAN DIEGO, CA. 92103 US

Article VI

The effective date for this Limited Liability Company shall be:

07/28/2006

Signature of member or an authorized representative of a member

Signature: JAMES A. FORSYTHE

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