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Florida Department of State
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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

just say max, llc

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J. BRYAN AUG 16 2006

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DIVISION OF CORPORATIONS
06 AUG 15 AM 9:33

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ARTICLES OF ORGANIZATION
OF
JUST SAY MAX, LLC

FILED
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DIVISION OF CORPORATIONS
AUG 15 AM 9:33

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is JUST SAY MAX, LLC, referred to as the "Company".

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose.

The purpose for which the Company is organized is to engage in any business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address Of Place Of Business.

The mailing address for the Company is 80 S.W. 8TH Street, Suite 1900, Miami, Florida 33131, and the street address of the place of business for the Company is 80 S.W. 8TH Street, Suite 1900, Miami, Florida 33131. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company is Ruben Oliva, Esq., and the initial registered office is located at 80 SW 8 Street, Suite 1900, Miami, Florida 33130.

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Members.

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

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8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management.

The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization and section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company.

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CORPORATIONS
AM 9:32

Executed at Miami, Florida, on the 15th day of August, 2006

JUST SAY MAX
a Florida limited liability company

By: C. E. Oliva
CARMEN EVELYN AGRA-OLIVA, Managing Member

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me on the 27th day of January, 2005, by CARMEN EVELYN AGRA-OLIVA, as Managing Member of JUST SAY MAX, who is personally known to me and who produced a Florida Driver's license.



Roberto Rojas
Commission # DD338438
Expires July 18, 2008
Notary Public - State of Florida

[Signature]
Notary Public — State of Florida

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named registered agent to accept service of process for JUST SAY MAX, at the place designated in the Articles of Organization hereinabove, I hereby agree to act in this capacity; and further agree to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent.

[Signature]
Ruben Oliva, Esq.
80 SW 8 Street, Suite 1900
Miami, FL 33130

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