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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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

afc marketing, llc

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ARTICLES OF ORGANIZATION

ARTICLE 1

The name of the Limited Liability Company is:

AFC MARKETING, LLC (the "Company")

ARTICLE 11

DURATION

The Company shall commence its existence on the date of these articles of organization are filed with the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 111

PLACE OF BUSINESS

The principal place of business and mailing address of the corporation is:

1108 Kane Concourse Suite 308, Bay Harbor Islands Fl 33154

ARTICLE IV

CAPITAL CONTRIBUTION

The members of the Company shall contribute to the capital of the Company the cash or property set forth in and described in the Limited Liability Company Operating Agreement (the "Operating Agreement"), if any, and/or in the minutes of the Company (the "Minutes") on file at the principal office of the Company.

ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered agent of the Company is Fritz Grant and the registered address is 4816 W Commercial Blvd, Tamarac, Fl 33319.

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ARTICLE VI

ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the consent of the members as set forth in the Operating Agreement or otherwise upon the prior authorization of a majority of the members.

ARTICLE VII

ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company unless done as pursuant to the terms of the Operating Agreement or otherwise upon the prior authorization of a majority of the Members. A member may only transfer his or her interest in the Company as set forth in the Operating Agreement of the Company or otherwise with the prior written consent of a majority of the Members.

ARTICLE VIII

MANAGEMENT

The Company shall be managed by a manager or Managers in accordance with the Articles of Organization, the Operating Agreement, the Regulations adopted by the members for the management of the business and the ordinary and customary affairs of the Company. The Regulations and the Operating Agreement, if any, shall determine the manner in which such the Manager(s) are elected and adopted, and may contain any provisions for the regulation and management of the affairs of the Company that are not inconsistent with the law or these Articles as Organization. The name and address of the initial Managers of the Company is:

Luis J. Cassany	1108 kane Concourse Suite 308 Bay Harbor Islands Fl 33154
Oscar E. Cantoni	1108 kane Concourse Suite 308 Bay Harbor Islands Fl 33154
Andrea Desiderio	1108 kane Concourse Suite 308 Bay Harbor Islands Fl 33154
Dora Dopico	1108 kane Concourse Suite 308 Bay Harbor Islands Fl 33154

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ARTICLE IX

TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.

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ARTICLE X

INDEMNIFICATION

The Company shall indemnify each Member, Manager and Organizer of the Company against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of this being or having been a Member, Manager and/or Organizer of the Company to the full extent permitted by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Sunrise, Fl, on this 28 day of August, 2006

By: 

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ACKNOWLEDGEMENT OF APPOINTMENT BY REGISTERED AGENT

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

Date

Registered Agent

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