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Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

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: (305)672-0686

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: (305)672-9110

Park Bench Holdings, LLC

ORIDA/FOREIGN LIMITED LIABILITY CO.

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# **ARTICLES OF ORGANIZATION**

### Article I. Name

The name of this Florida limited liability company is: Park Bench Holdings, LLC

### Article II. Address

The street and mailing address of the Company's initial principal office is: Park Bench Holdings, LLC 781 Crandon Blvd. **Unit 405** Key Biscayne FL 33149

## Article III. Registered Agent

The name and street address of the Company's registered agent is:

James Martin 781 Crandon Blvd. **Unit 405** Key Biscayne FL 33149

## Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

John Hoffman, Esq. I FL Bar Member Law Offices of Hoffman & Hoffman, P.A. 848 Brickell Avenue, Suite 747 Miami FL 33131 305-372-2877

### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

### Article VI. Management

This will be a member-managed company. The name and address of each member is:

JAMES MARTIN
781 Crandon Blvd. Unit 405
Key Biscayne FL 33149
ANTHONY PHILLIP TIPPINS
1233 Lambeth Way
Conyers GA 30013

SECRETARY OF STATE

### Article VII. Company Existence

The Company's existence shall begin effective as of 9/21/2006.

The undersigned authorized representative of a member executed these Articles of Organization on 9/21/2006.

JOHN HOFFMAN, ESQ.

31 "

by M.A. Areiza as attorney-in-fact

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# STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Park Bench Holdings, LLC

**REGISTERED AGENT/OFFICE:** 

James Martin 781 Crandon Blvd. Unit 405 Key Biscayne FL 33149 06 SEP 22 AM 8: 23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

JAMES MARTIN

by M.A. Areiza as attorney-in-fact

Date: 9/21/2006.

John Hoffman, Esq. I FL Bar Member Law Offices of Hoffman & Hoffman, P.A. 848 Brickell Avenue, Suite 747 Miami FL 33131 305-372-2877

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