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FLORIDA/FOREIGN LIMITED LIABII

SPA INTERNATIONAL, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION

OF

SPA INTERNATIONAL, LLC

<u>ARTICLE I</u>

The name of the limited liability company formed hereby is SPA INTERNATIONAL, LLC (the "Limited Liability Company").

ARTICLE'II

The duration of the Limited Liability Company shall be perpetual

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

5111 Pine Tree Drive Miami Beach, Florida 33140

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Fred K. Lickstein, Esq. 1395 Brickell Avenue, 14th Floor Miami, Florida 33131

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DIVISION OF CORPORATIONS

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ARTICLE V

The Limited Liability Company shall be manager-managed. The names and addresses of the initial Managers are:

Faisal Al-Fassi 5111 Pine Tree Drive Miami Beach, FL 33140 Bater Al-Fassi 5111 Pine Tree Drive Miami Beach, FL 33140

Fred K. Lickstein,
as Authorized Representative of the Members

STATE OF FLORIDA)		. • •
COUNTY OF MIAMI-DADE))	A	•
Members, who is personally appear Members, who is personally know as identification, to be the In witness whereof I have here 2007.	vn to me, or u who pro e person who executed	oduced the foregoing A	rticles of Organization.
NOTARY PUBLIC-STATE OF FLORID Judith D. Rodma Commission # DD46946 Expires: OCT. 18, 200 Bonded Thru Adantic Bonding Co., In	n <u>Litery Public</u> Notary Public Print Name:	Jus 174 de expires: 10	. RODMAN 15/2029

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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CERTIFICATE OF DESIGNATION OF RESIDENT AGENT AND ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

- 1. The name of the limited liability company is SPA INTERNATIONAL, LLC.
- 2. The name and address of the Registered Agent and Office is:

Fred K. Lickstein, Esq. 1395 Brickell Avenue, 14th Floor Miami, Florida 33131

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.

Fred K. Lickstein, Registered Agent

Date: 1/9/07

SPA INTERNATIONAL, LLC

Fred K. Lickstein,

as Authorized Representative

of the Members

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