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To:

Division of Corporations

Fax Number : (850) 205-0383

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 : (305)634-3694 Phone : (305)633-9696 Fax Number

ORIDA/FOREIGN LIMITED LIABILITY CO.

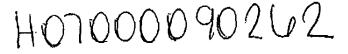
mindless distributors, llc

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE 1 - Name:

The name of the Limited Liability Company is:

MINDLESS DISTRIBUTORS, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

> 4549 BOUGAINVILLA DRIVE LAUDERDALE-BY-THE-SEA, FL 33301

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

EDWARD KEELER 4549 BOUGAINVILLA DRIVE LAUDERDALE-BY-THE-SEA, FL 33301

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 as provided for in Chapter 608, B.S.

Registered Agent's Signature

ARTICLE IV - Management (Check box if applicable).

The Limited Liability Company is to be managed by one manager or more managers and

therefore, a manager - managed company.

(An additional article must be added of an effective date is requested)

Signature of a member or an authorized representative of a member.

Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

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EDWARD KEELER	MANAGING MEMBER
Typed or printed name of signee	
	MANACING MEMBER

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SECRETARY OF STATE
SECRETARY OF STATE
ANASSEE, FLORIDA