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Division of Corporations

305-44-379

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Florida Department of State
Division of Corporations
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

IBC NEW YORK LLC

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**ARTICLES OF ORGANIZATION
OF
IBC New York LLC**

ARTICLE I

Name

The name of this limited liability company is IBC New York LLC (hereinafter "the Company").

ARTICLE II

Address

The principal street and mailing address of the Company is 9990 NW 14th Street, Unit 107, Miami, FL, 33172.

ARTICLE III

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

Seuss Consulting Group, LLC
2333 Brickell Ave, #1915
Miami, Florida 33129

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ARTICLE V

Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under §608.404, Fla. Stat., as amended and supplemented.

ARTICLE VI

Organizer

The name and street and mailing address of the person signing these Articles as Organizer is:

Stefan R. Seuss
2333 Brickell Ave, #1915
Miami, Florida 33129

ARTICLE VII

Management

The Company will be managed by no less than one (1) managing-member and is, therefore, a member-managed company. The initial managers shall be:

Managing-Member
Moshe D. Massre
9990 NW 14th Street, Unit 107
Miami, FL, 33172

Managing-Member
Franck Cohen
9990 NW 14th Street, Unit 107
Miami, FL, 33172

Managing-Member
Alexandre Beerenbaum
9990 NW 14th Street, Unit 107
Miami, FL, 33172

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


Stefan R. Seuss, Authorized Representative

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ORGANIZER

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this 24th day of April, 2007.



Stefan R. Seuss

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

SS:

I HEREBY CERTIFY that on this day, before me, personally appeared, Stefan R. Seuss, who is well known to me to be the person described in and who executed these Articles of Organization as Organizer, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.


SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this 24th day of April, 2007.



NOTARY PUBLIC

State of Florida at Large

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
 **Katrin M. Seuss**
Commission # DD506468
Expires: JULY 26, 2008
Bonded By: ... Co., Inc.

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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as, registered agent for service of process within the State of Florida of (BC New York LLC, as named in the Articles of Organization herein above set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed limited liability company at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 24th day of April 2007.

Seuss Consulting Group, LLC


Stefan R. Seuss, Manager

850-206-0351

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Florida Dept of State



April 25, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EXPRESS CORPORATE FILING

SUBJECT: IBC NEW YORK LLC
REF: W07000019884

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Your articles of organization reflect your limited liability company will not be managed by the members of the company; however, your articles contain the name(s) and address(es) of the managing member(s). Consequently, you must either amend your articles to reflect the company will be managed by the members or substitute the title of Manager (MGR) for the title of Managing Member (MGRM) throughout your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neyaa Culligan
Document Specialist

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