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Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : ABALLI, MILNE, KALIL & GARRIGO, P.A.
Account Number : 073123001732
Phone : (305) 373-6600
Fax Number : (305) 373-7929

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PFC HOLDINGS L.L.C.

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**ARTICLES OF ORGANIZATION
OF
PFC HOLDINGS L.L.C.
a Florida Limited Liability Company**

THE UNDERSIGNED, an authorized representative for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes hereby adopts the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company (the "company") shall be **PFC HOLDINGS L.L.C.**

**ARTICLE II
PURPOSE**

The purpose is to engage in all lawful activity.

**ARTICLE III
MANAGEMENT**

The Company shall be a manager managed company.

Arturo J. Aballi
One S.E. Third Ave., Suite 2250
Miami, Florida 33131
Tel: (305) 373-6600
Florida Bar # 166383

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**ARTICLE IV
PLACE OF BUSINESS IN THE STATE**

The mailing address and street address of principal office of the company in the State of Florida shall be:

One S.E. Third Avenue
Suite 2250
Miami, Florida 33131

**ARTICLE V
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT**

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

AMKE REGISTERED AGENTS, L.L.C.
2250 SunTrust International Center
One S.E. Third Avenue
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 8th day of June, 2007.

AMKE Registered Agents, L.L.C.

By: 

ARTURO J. ABALLI
Manager

Arturo J. Aballi
One S.E. Third Ave., Suite 2250
Miami, Florida 33131
Tel: (305) 373-6600
Florida Bar # 166383

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CERTIFICATE OF REGISTERED AGENT

OF

PFC HOLDINGS L. L. C.

a Florida Limited Liability Company

Pursuant to Chapter 608 of the Florida Statutes, the following is submitted, in compliance with said Act:

That PFC HOLDINGS L. L. C. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization at the City of Miami, County of Dade, State of Florida, has named AMKE REGISTERED AGENTS, L.L.C. of 2250 SunTrust International Center, One Southeast Third Avenue, Miami, Florida 33131, as its agent to accept service of process with this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 8th day of June, 2007.

AMKE REGISTERED AGENTS, L.L.C.

By: 

Arturo J. Aballi
Manager

Arturo J. Aballi
One S.E. Third Ave., Suite 2250
Miami, Florida 33131
Tel: (305) 373-6600
Florida Bar # 166383

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