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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

SHOPTOMATIC, LLC.

Certificate of Status	0
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ARTICLES OF ORGANIZATION OF

SHOPTOMATIC, LLC.

ARTICLE I

NAME

The name of this Limited Liability Company shall be SHOPTOMATIC, LLC. (the "Company").

ARTICLE II
DURATION

The Company shall exist perpetually unless sooner dissolved in a manner provided by law, or as provided in the regulations adopted by the members (the "Regulations").

ARTICLE III
PURPOSE

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

ARTICLE IV PRINCIPAL PLACE
OF BUSINESS

The principal place of business of the Company shall be 8060 N.W. 10th Street, Apt. # 8, Miami, Florida 33126, and such other place or places as the members from time to time may determine. The mailing address of the Company is the same.

ARTICLE V
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The initial registered agent of the Company shall be Vivian S. Suarez. The address of the initial registered agent is 8060 N.W. 10th Street, Apt. # 8, Miami, Florida 33126.

ARTICLE VI
MANAGEMENT

The Company will be managed by a manager or managers who may be, but are not required to be, a member of the Company. The name and address of the manager who will serve as manager until the first annual meeting of the members or until his successor

is selected and qualified in accordance with the Regulations is:

VIVIAN S. SUAREZ
8060 N.W. 10th Street, Apt 8
Miami, Florida 33126

ARTICLE VII
NEW MEMBERS

VIVIAN S. SUAREZ (the Members) with address at 8060 N.W. 10th Street, Apt. # 8, Miami Florida 33126.

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

ARTICLE VIII
DISSOLUTION AND MEMBERS RIGHTS
TO CONTINUE BUSINESS


The Company shall be terminated and dissolved upon:

- (A) the vote of all members holding an interest in the Company;
- (B) the expiration of the term of the Company; or
- (C) the death, retirement, or resignation of a member, if the remaining members do not vote unanimously to continue the business of the Company.

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IN WITNESS WHEREOF, the undersigned have caused these Articles of Organization to be executed on the 10th day of July, 2007, effective upon filing same with the Florida Department of State.


VIVIAN S. SUAREZ, Member

STATE OF FLORIDA)

)SS:

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 10th day of July, 2007, by VIVIAN S. SUAREZ, who did execute the foregoing Articles of Organization as member, who is personally known to me.


Signature - NOTARY PUBLIC

Commission expires:



MARILYN VIGIL
MY COMMISSION # 00 283289
EXPIRES: January 21, 2008
Beaded Thread Budget Notary Services

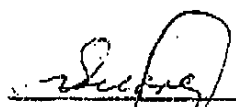
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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Organization.



VIVIAN S. SUAREZ

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