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From:

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

MADRAS, LLC

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Florida Dept of State

October 23, 2007

CARLTON FIELDS

SUBJECT: MADRAS, LLC
REF: WD700D052247

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.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

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.

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Florida Dept of State

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854-349-3011

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NO. H07000262599 3

ARTICLES OF ORGANIZATION
OF
MADRAS HOLDINGS, LLC

The undersigned hereby forms and organizes a limited liability company pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act") and adopts the following Articles of Organization of MADRAS HOLDINGS, LLC (the "Company"):

ARTICLE ONE

NAME

The name of the limited liability company is: MADRAS HOLDINGS, LLC

ARTICLE TWO

ADDRESS

The street address and the mailing address of the Company is: c/o Carlton Fields, P.A., attn: William D. Rohrer, Esq., 100 SE 2nd Street, Suite 4000, Miami, FL 33131.

ARTICLE THREE

INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company is: CFRA, LLC, Corporate Center Three at International Plaza, 4221 W. Boy Scout Boulevard, 10th Floor, Tampa, Florida 33607-5736.

ARTICLE FOUR

MANAGEMENT

The Company will be a manager-managed company.

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ARTICLE FIVE

INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she/it is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if he/she/it acted in good faith and in a manner he/she/it reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her/its conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her/it in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she/it may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, these Articles of Organization have been executed by a member of the Company as of the 23rd day of October, 2007.

ASTON HOLDINGS KFT., a limited liability company formed under the laws of the Republic of Hungary

By: 

Jan Hendrickx, Managing Director

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for MADRAS HOLDINGS, LLC a Florida limited liability company, in the foregoing Articles of Organization, I, William D. Rohrer, on behalf of CFRA, LLC, a Florida limited liability company, hereby agree to accept service of process for MADRAS HOLDINGS, LLC, and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of said position.

CFRA, LLC

By: 
William D. Rohrer
Authorized Representative

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