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## FLORIDA/FOREIGN LIMITED LIABILITY CO.

alternative gallery, llc

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**ARTICLES OF ORGANIZATION OF  
ALTERNATIVE GALLERY, LLC**

The undersigned hereby agree(s) to organize a limited liability company under the laws of the State of Florida, with the following Articles of Organization.

**ARTICLE I  
NAME**

The limited liability company name shall be: **ALTERNATIVE GALLERY, LLC**

**ARTICLE II  
EXISTENCE**

The limited liability company shall exist for thirty (30) years from the date of organization unless terminated earlier per Florida Statute §608.

**ARTICLE III  
PURPOSE**

The limited liability company purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States upon limited liability companies.

**ARTICLE IV  
PRINCIPAL OFFICE**

The post office address of the principal office of the limited liability company is: 644 Euclid Avenue, No. 3, Miami Beach, Florida 33139, or at any other location that the Board of Directors chooses to designate.

Prepared by: Pedro A. Coffino, Esq.  
407 Lincoln Road, Suite 11B  
Miami Beach, Florida  
Florida Bar No.: 323918

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**ARTICLE V  
INITIAL REGISTERED AGENT**

The Initial Registered Agent of the limited liability company is Patricia Alejandra Cadavid and the street address of the registered office is: 644 Euclid Avenue, No. 3, Miami Beach, Florida 33139.

**ARTICLE VI  
INITIAL BOARD OF MANAGERS**

The business of the limited liability company shall be managed by a Board of Managers consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name(s) and address(es) of the first Board of Directors who shall serve until the first annual meeting of the shareholders or until their successors are elected and qualified shall be:

**NAMES**

Sabrina Laurence Bourbeillon

**ADDRESSES**

644 Euclid Avenue, No. 3  
Miami Beach, Florida 33139

**ARTICLE VII  
POWERS OF MANAGER(S)**

The Manager(s) shall exercise all powers conferred by law.

**ARTICLE VIII  
INDEMNIFICATION**

The limited liability company shall indemnify any and all of its managers or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their limited liability company's capacity.

**ARTICLE IX  
AMENDMENTS**

The limited liability company reserves the right to amend, alter, change or repeal any

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or all provisions of the Articles of Organization in the manner now or hereafter prescribed by Florida Statutes.

#### **ARTICLE X MEMBERS**

The name(s) and address(es) of the Member(s) of the limited liability company is/are as follows:

##### **NAMES**

Sabrina Laurence Bourbeillon

##### **ADDRESSES**

644 Euclid Avenue, No. 3  
Miami Beach, Florida 33139

#### **ARTICLE XI PROPERTY CONTRIBUTED**

The Member(s) has/have contributed both cash, in the sum of \$500.00.

#### **ARTICLE XII ADDITIONAL CONTRIBUTIONS TO CAPITAL**

Should all member(s) agree at a regular or special meeting of members of this limited liability company that additional capital is needed then, in that event, it shall be contributed by all members within a reasonable time as determined at the meeting.

#### **ARTICLE XIII ADDITIONAL MEMBERS**

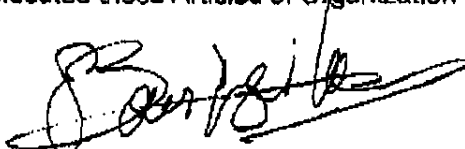
Should all members agree at a regular or special meeting of the members of this limited liability company that additional members may be admitted, then additional members shall be admitted upon payment of cash or contribution of capital assets per the agreement of all members to accept the same.

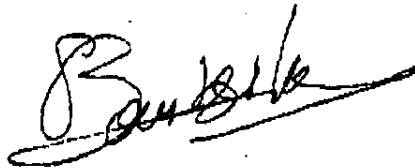
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**ARTICLE XIV  
CONTINUATION OF BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy or the occurrence of any other event which would terminate the continued membership of a member(s) in this limited liability company, the other member(s) has/have the right to continue the business of the company as reconstituted without the departing member(s), pursuant to the terms and conditions as set forth in the limited liability company's by-laws.

IN WITNESS WHEREOF, the undersigned, being the original member(s) of the limited liability company, has/have executed these Articles of Organization this \_\_\_\_ day of January, 2008.

  
\_\_\_\_\_  
SABRINA LAURENCE BOURBEILLON



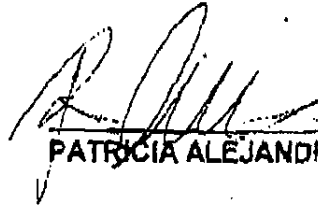
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ALTERNATIVE GALLERY, LLC

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited liability company, at the place designated in these Articles of Organization, I, Patricia Alejandra Cadavid, hereby accept to act in this capacity, and agree to comply with the provisions in Chapter 48.091, Florida Statutes, relative to keeping open said office.



PATRICIA ALEJANDRA CADAVID, REGISTERED AGENT

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