Florida Department of State

Division of Corporations Public Access System

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To:

Division of Corporations

Fax Number : (850)617-6383

Effective Date 02/07/08

From:

Account Name : FLORIDA INCORPORATORS, INC.

Account Number : 075350000473 Phone : (813)632-7882 Fax Number : (305)402-3141

### FLORIDA/FOREIGN LIMITED LIABILITY CO.

#### MGI EMEA INVESTMENT LLC

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SECRETARY OF STATE

2/8/2008

# Effective Date 02/07/08

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#### ARTICLES OF ORGANIZATION FOR

MGI EMEA INVESTMENT LLC

#### A FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I - Name:

The name of the Limited Liability Company is:

MGI EMEA INVESTMENT LLC

ARTICLE II - Mailing Address:

The mailing address of the Limited Liability Company is:

MGI EMEA INVESTMENT LLC 7803 Blue Spring Drive, Land O Lakes, FL 34639, United States of America

#### ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

50 years

FLORIDA INCORPORATORS, INC. 8875 Hidden River Pkwy Ste 300 1 Tampa, FL 33637 (813) 632-7882

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SECRETARY OF STATE DIVISION OF CORPORATIONS

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# SECRETARY OF STATE DIVISION OF CORPORATION

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#### ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager who is empowered to act solely on behalf of the Limited Liability Company, and the name, address and date of birth of the manager is:

Ms. Louisa Anestha Henry

Manager

Low Ground, St. John's Parish,

Nevis



ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members have the right to continue the business on the death, retirement, resignation,

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expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company upon the majority vote of the remaining members.

#### ARTICLE VII - Registered Agent:

The initial registered agent and registered office of the limited liability company shall be Florida Incorporators, Inc., 8875 Hidden River Pkwy, Ste. 300, Tampa, FL 33637, United States of America.

#### ARTICLE VIII - Street Address:

The street address of the principal office of the Limited Liability Company is:

MGI EMEA INVESTMENT LLC 7803 Blue Spring Drive, Land O Lakes, FL 34639, United States of America

#### ARTICLE IX - Effective Date:

The effective filing date of the Limited Liability Company shall be February 7, 2008.

#### ARTICLE X - Members and Contribution:

The total capital contribution shall be \$10,000 U.S. The Limited Liability Company has more than one member.

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DATED: February 8, 2008

MARK HANKINS

Authorized Representative

Mark n

# ACCEPTANCE OF REGISTERED AGENT

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.

FLORIDA INCORPORATORS, INC.

By:

MARK HANKINS, President

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