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Division of Corporations

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Fax Number : (850) 617-6383

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Account Number : 076064003722
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TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

INFINITY INVESTMENTS USA, LLC

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T. HAMPTON

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Infinity Investments USA Corp.
2 Boswell Place
Boynton Beach, Florida 33426

April, 1, 2008
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida, 32314

RE: Consent to formation of Infinity Investments USA, LLC

The undersigned President and Director of Infinity Investments USA Corp, a Florida Corporation which was filed on March 27, 2008 and assigned document number P08000033341 hereby consents to the formation of Infinity Investments USA, LLC which will be wholly owned by the undersigned Infinity Investments USA Corp.

Yours truly,

Infinity Investments USA Corp, a Florida Corporation.

by:


Jean-Francois Picard

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**ARTICLES OF ORGANIZATION
OF
INFINITY INVESTMENTS USA, LLC**

ARTICLE I - Name:

The name of the Limited Liability Company is Infinity Investments USA, LLC

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall begin with the filing of these Articles with the Florida Department of State, and shall exist perpetually, unless sooner dissolved in accordance with the Operating Agreement of the Limited Liability Company or Florida law.

ARTICLE III - Address:

The mailing address and street address of the principal office of the Limited Liability Company is 2 Boswell Place, Boynton Beach, Florida 33426.

ARTICLE IV - Registered Agent:

The name and address of the initial registered agent for this Limited Liability Company is Greenspoon Marder, P.A., 100 W. Cypress Creek Road, Suite 700, Fort Lauderdale, Florida 33309.

ARTICLE V - Management:

The Limited Liability Company is to be managed by a manager or managers and the name and address of the initial manager who is to serve as manager is:

Jean-Francois Picard
2 Boswell Place
Boynton Beach, Florida 33426

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Whereof, the undersigned member has executed these Articles the 28th day of March, 2008.

A handwritten signature in cursive script, appearing to read "Herschel Gavsie".

Herschel Gavsie,
Authorized Representative of Member

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY
SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Infinity Investments USA, LLC

2. The name and address of the registered agent and office is:

Greenspoon Marder, P.A.
100 W. Cypress Creek Road, Suite 700
Fort Lauderdale, Florida 33309

By:


Herschel Gavsie, For the Firm as
Registered Agent

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Herschel Gavsie, For the Firm

3/27/2008

(Date)

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