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# LORIDA/FOREIGN LIMITED LIABILITY CO Gipack Holdings LLC

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# ARTICLES OF ORGANIZATION

## Article I. Name

The name of this Florida limited liability company is: Gipack Holdings LLC

## Article II. Address

The street and mailing address of the Company's initial principal office is:

Gipack Holdings LLC 910 Harbor Drive Key Biscayne FL 33149-1730



## Article III. Registered Agent

The name and street address of the Company's registered agent is:

Rosa Pacini 910 Harbor Drive Key Biscayne FL 33149-1730

# Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not a proved by all of the membership interests, the assignee shall have no right to become a nember, to participate in the management of the Company, or to exercise any other right: or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or sim lar item to which the assignor was entitled, to the extent assigned.

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### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirn ative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

## Article VI. Management

This will be a manager-managed company. The name and address of each man iger is:

ROSA PACINI 910 Harbor Drive Key Biscayne FL 33149-1730

## Article VII. Company Existence

The Company's existence shall begin effective as of April 15, 2008.

The undersigned authorized representative of a member executed these Articles of Organization on April 15, 2008.

CORPORATE CREATIONS INTERNATIONAL INC.

Franco E. Cammarata Vice President

by Valerie Hawk as attorney-in-fact

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# STATEMENT OF REGISTERED AGENT

**LIMITED LIABILITY COMPANY:** 

Gipack Holdings LLC

REGISTERED AGENT/OFFICE:

Rosa Pacini 910 Harbor Drive Key Biscayne FL 33149-1730 UNITED STATES 08 APR 15 AH 10: 31

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Sta ement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I an familiar with and accept the obligations of the registered agent position.

**ROSA PACINI** 

by Valerie Hawk as attorney-in-fact

Date: April 15, 2008.

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