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Dana Bandera Direct Dial 305-679-5720 Direct Fax 305-679-5710 dbandera@joneswalker.com

April 25, 2008

Via Federal Express

Registration Section Division of Corporations 2661 Executive Center Circle Tallahassee, FL 32301

Re: Articles of Organization for Butterflies Yanet Boutique, LLC

Dear Sir/Madam:

The enclosed Articles of Organization are submitted for filing along with The Enclosed in the amount of \$160 for the corresponding filing fees which include: (1) filing a new Florida LLC (\$100); (2) registered agent fee (\$25); (3) certified copy of Articles of Organization (\$30); and (4) certificate of status (\$5). Please return all correspondence concerning this matter, including the certified copy of the Articles of Organization and the certificate of status, to my office at the address provided below.

Thank you for your assistance with this matter.

Very truly yours,

Dana L. Bandera

DB/

Enclosures

ARTICLES OF ORGANIZATION FOR BUTTERFLIES YANET BOUTIQUE, LLC

Pursuant to § 608.407, Florida Statutes, BUTTERFLIES YANET BOUTIQUE, LLC, a Florida Limited Liability Company (the "Company"), through the undersigned member of the Company, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the Company is BUTTERFLIES YANET BOUTIQUE, LLC

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ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

808 Brickell Key Drive, #3206 Miami, Florida 33131

ARTICLE III

REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT'S SIGNATURE

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

Yanet M. De Castro 808 Brickell Key Drive, #3206 Miami, Florida 33131 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 as provided for in Chapter 608, Florida Statutes.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Registered Agent's Signature

ARTICLE IV

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated accordance with the Company's operating agreement, if one is subsequently adopted.

ARTICLE V

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VI

MANAGEMENT

- 6.1 <u>Management</u>. The management of the Company is reserved to the members of the Company.
- 6.2 <u>Managing Member</u>. The Managing Member shall have all powers necessary, convenient or appropriate to carry out the purposes, affairs and business of the Company and shall possess and enjoy with respect to the Company all of the rights and powers of a manager of a limited liability company to the extent permitted by these Articles of Organization, an

operating agreement, if adopted, and Chapter 608 of the Florida Statutes. The name and address of the Managing Member is:

Yanet M. De Castro 808 Brickell Key Drive, #3206 Miami, Florida 33131

ARTICLE VII

OPERATING AGREEMENT

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Any operating agreement (as defined in Section 608.402(24), Florida statutes) with respect to the Company, must be in writing and signed by all of the members.

These Articles of Organization of BUTTERFLIES YANET BOUTIQUE, LLC, are executed by Yanet De Catro, Managing Member of the Company, this 25th day of April, 2008.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Bv:

Yanet MI De Castro

Managing Member of Butterflies Yanet Boutique,

LLC