

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L08000050456
FILED 8:00 AM
May 20, 2008
Sec. Of State
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Article I

The name of the Limited Liability Company is:

BRETT RATNER BRANDS, LLC

Article II

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

C/O 1441 BRICKELL AVENUE
SUITE 1003
MIAMI, FL. 33131

The mailing address of the Limited Liability Company is:

C/O 1441 BRICKELL AVENUE
SUITE 1003
MIAMI, FL. 33131

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

DAVID M GOLDSTEIN
1441 BRICKELL AVENUE
SUITE 1003
MIAMI, FL. 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.

Registered Agent Signature: DAVID M. GOLDSTEIN

Article V

The name and address of managing members/managers are:

Title: MGRM
DAVID M GOLDSTEIN TRUSTEE
1441 BRICKELL AVENUE, SUITE 1003
MIAMI, FL. 33131

Title: MGRM
BRETT RATNER TRUSTEE
C/O 1441 BRICKELL AVENUE. SUITE 1003
MIAMI, FL. 33131

Title: MGRM
JAE GOODMAN
C/O 1441 BRICKELL AVENUE, SUITE 1003
MIAMI, FL. 33131

Article VI

The effective date for this Limited Liability Company shall be:

05/20/2008

Signature of member or an authorized representative of a member

Signature: DAVID M. GOLDSTEIN

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