

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

L08000050748
FILED 8:00 AM
May 21, 2008
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

GUTZY GEAR, LLC

Article II

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

3203 HARRINGTON DRIVE
BOCA RATON, FL. US 33496

The mailing address of the Limited Liability Company is:

3203 HARRINGTON DRIVE
BOCA RATON, FL. US 33496

Article III

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

TO MANUFACTURE AND SELL CHILDREN'S BACKPACKS □□□□

Article IV

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

WENDY KOOLIK
3203 HARRINGTON DRIVE
BOCA RATON, FL. 33496

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: WENDY KOOLIK

Article V

The name and address of managing members/managers are:

Title: MGRM
WENDY KOOLIK
3203 HARRINGTON DRIVE
BOCA RATON,, FL. 33496 US

Title: MGRM
LAUREN SUNNESS
110 E. DELAWARE APT 1201
CHICAGO, IL. 60611 US

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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: WENDY KOOLIK