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Florida Department of State  
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To:

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Fax Number : (850) 617-6383

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I200000000195  
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## FLORIDA/FOREIGN LIMITED LIABILITY CO.

### GIBB MANAGEMENT LLC

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SECRETARY OF STATE  
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**ARTICLES OF ORGANIZATION  
OF  
GIBB MANAGEMENT LLC**

In accordance with Chapter 608, Florida Statutes, the undersigned authorized representative of Gibb Management LLC (the "Company") hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company is Gibb Management LLC.

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company is 5820 North Bay Road, Miami Beach, Florida 33140.

**ARTICLE III - DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual unless the Company is sooner terminated as provided in the Operating Agreement of the Company.

**ARTICLE IV - REGISTERED AGENT AND OFFICE**

The name and street address of the registered agent of the Company in the state of Florida are Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

**ARTICLE V - MANAGER(S) OR MANAGING MEMBER(S)**

The Company shall be managed by one or more Managers. The initial Manager of the Company shall be Barry Gibb.

In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Executed by the undersigned authorized representative of the Member this 30 day of July, 2008.

By:



Authorized Representative

**CERTIFICATE OF DESIGNATION OF  
REGISTERED OFFICE AND REGISTERED AGENT  
OF  
GIBB MANAGEMENT LLC**

Pursuant to the provisions of Section 608.415, Florida Statutes, Gibb Management LLC (the "Company") submits the following statement to designate a registered office and registered agent in the state of Florida:

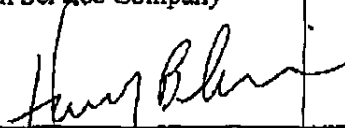
1. The name of the limited liability company is Gibb Management LLC.
2. The registered office and registered agent of the Company in the state of Florida is:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

Having been named as registered agent and to accept service of process for the Company at the place designated in the Articles of Organization of the Company, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and acknowledges that it is familiar with and accepts the obligations of the position of registered agent as provided in Chapter 608, Florida Statutes.

Corporation Service Company

Dated: July 30<sup>th</sup>, 2008

By:   
Print name: \_\_\_\_\_  
Its: \_\_\_\_\_

Harry B. Davis  
Asst. Vice President

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