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Division of Corporations

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31

Page 1 of 1

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From:

Account Name : NICOLAS FERNANDEZ
Account Number : 102566000673
Phone : (305) 461-0404
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PALINSKY HOLDINGS, LLC

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ARTICLES OF ORGANIZATION OF
PALINSKY HOLDINGS, LLC, A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, acting as the members of **PALINSKY HOLDINGS, LLC, a Florida limited liability company** under the Florida Limited Liability Company Act, adopt the following Articles of Organization:

ARTICLE I.
NAME

The name of the limited liability company is: **PALINSKY HOLDINGS, LLC, a Florida limited liability company**

ARTICLE II.
DURATION

The duration of this Limited Liability Company shall be perpetual unless terminated by law or its members.

ARTICLE III.
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The initial principal office address and mailing address of the Limited Liability Company formed hereby is 1455 Ocean Drive, Suite 1111, Miami Beach, Florida 33139.

ARTICLE IV.
NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT

The name of the initial registered agent is Esquire Corporate Services, Inc., and its street address is 10 NW Le Jeune Road, Suite 500, Miami, Florida 33126.

ARTICLE V.
RIGHTS OF MEMBERS

The members of this Limited Liability Company, among other things, reserve the right to: (a) admit new members if unanimously agreed to by all members, and (b) continue this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE VI.
MANAGEMENT

This Limited Liability Company shall be managed by one or more managers as determined by its Operating Agreement. The initial manager of the Company is Ilya Palinsky.

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IN WITNESS WHEREOF, the undersigned as authorized representative of the members has executed these Articles of Organization this 5th day of August 2008.

NICOLAS FERNANDEZ, P.A.

By: 

Hector Hernandez, Esq.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for PALINSKY HOLDINGS, LLC, in the foregoing Articles of Organization, we hereby agree to accept service of process for said Limited Liability Company and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

ESQUIRE CORPORATE SERVICES, INC.,
a Florida Corporation

By: 

Nicolas Fernandez, President

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