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To: Division of Corporations  
 Fax Number : (850)617-6383

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
 Account Number : 110432003053  
 Phone : (561)694-8107  
 Fax Number : (561)694-1639

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## FLORIDA/FOREIGN LIMITED LIABILITY CO.

Matt Gilbert, LLC

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Matt Gilbert, LLC

### Article II. Address

The street and mailing address of the Company's initial principal office is:  
Matt Gilbert, LLC  
4170 Bear Lakes Court  
#301  
West Palm Beach FL 33409

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Feingold & Kam  
5100 PGA Boulevard, Second Floor  
Palm Beach Gardens FL 33418

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### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Feingold & Kam  
5100 PGA Boulevard, Second Floor  
Palm Beach Gardens FL 33418  
561-630-6727

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

MATTHEW GILBERT  
4170 Bear Lakes Court #301  
West Palm Beach FL 33409

Article VII. Company Existence

The Company's existence shall begin effective as of October 30, 2008.

The undersigned authorized representative of a member executed these Articles of Organization on October 30, 2008.

  
\_\_\_\_\_  
FEINGOLD & KAM

by Cristina Cavil as attorney-in-fact

Feingold & Kam  
5100 PGA Boulevard, Second Floor  
Palm Beach Gardens FL 33418  
561-630-6727

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Matt Gilbert, LLC

REGISTERED AGENT/OFFICE:

Feingold & Kam  
5100 PGA Boulevard, Second Floor  
Palm Beach Gardens FL 33418  
UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



FEINGOLD & KAM  
by Cristina Cavil as attorney-in-fact  
Date: October 30, 2008.

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