

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H09000013310 3)))



H090000133103ABCR

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : CARLTON FIELDS  
Account Number : 076077000355  
Phone : (813) 223-7000  
Fax Number : (813) 229-4133

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09 JAN 20 AM 10:18

FILED

FLORIDA/FOREIGN LIMITED LIABILITY CO.

IMAGE DUTY FREE GUATEMALA LLC

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$160.00

S. HAWKES

JAN 21 2009

EXAMINER

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED

09 JAN 20 AM 6:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
09 JAN 20 AM 10 18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
IMAGE DUTY FREE GUATEMALA LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

**ARTICLE I. NAME**

The name of the limited liability company is Image Duty Free Guatemala LLC (the "Company").

**ARTICLE II. MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be 7270 NW 12<sup>th</sup> Street, Suite 250, Miami, Florida 33126.

**ARTICLE III. REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company in the State of Florida is CFRA, LLC, 4221 W. Boy Scout Boulevard, Tampa, Florida 33607-5736.

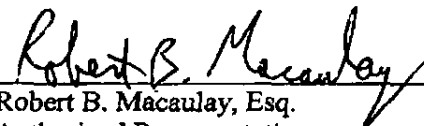
**ARTICLE IV. DURATION**

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

**ARTICLE V. MANAGEMENT**

The Company shall be a member managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on January 20, 2009.

  
Robert B. Macaulay, Esq.  
Authorized Representative

FILED  
09 JAN 20 AM 10 18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the entity named in the Articles of Organization of Image Duty Free Guatemala LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as Registered Agent.

CFRA, LLC, a Florida Limited Liability Company

By: Robert B. Macaulay  
Robert B. Macaulay, Esq.

Dated: January 20, 2009