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## To:

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

## From:

Account Name : FLORIDA INCORPORATORS, INC.  
Account Number : 075350000473  
Phone : (813) 632-7882  
Fax Number : (305) 402-3141**FILED**  
09 JAN 23 AM 10:14  
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TALLAHASSEE, FLORIDA**FLORIDA/FOREIGN LIMITED LIABILITY CO.****The Newsstand by Books & Books LLC**

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ARTICLES OF ORGANIZATION FOR  
The Newsstand by Books & Books LLC  
A FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I - Name:

The name of the Limited Liability Company is:

The Newsstand by Books & Books LLC

ARTICLE II - Mailing and Street Address:

The mailing and street address of the Limited Liability Company is:

The Newsstand by Books & Books LLC  
2760 N Bay Rd  
Miami Beach, FL 33140

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

30 years

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FLORIDA INCORPORATORS, INC.  
8875 Hidden River Pkwy, Ste 300 1  
Tampa, FL 33637  
(813) 632-7882

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**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by its members who shall be empowered to act on behalf of the Limited Liability Company, and the names and addresses of the Managing Members are:

Doug Levine Managing Member  
2760 N Bay Rd  
Miami Beach, FL 33140

**Mitchell Kaplan**                      **Managing Member**  
5860 SW 53rd Terrace  
Miami, FL 33155

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**ARTICLE V - Admission of Additional Members:**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

**ARTICLE VI - Members Rights to Continue Business:**

The right of the remaining members of the limited liability company to continue the business on 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 shall be:

The remaining members have the right to continue the business on the death, retirement, resignation,

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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 upon the majority vote of the remaining members.

**ARTICLE VII - Registered Agent:**

The initial registered agent and registered office of the limited liability company shall be:

Doug Levine  
2760 N Bay Rd  
Miami Beach, FL 33140

DATED: January 22, 2009

  
Doug Levine  
Authorized Representative

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**ACCEPTANCE OF REGISTERED AGENT**

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.

  
Doug Levine