

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L09000016976
FILED 8:00 AM
February 19, 2009
Sec. Of State
mthomas

Article I

The name of the Limited Liability Company is:
POPROX, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
2701 COLLINS AVE
MIAMI BEACH, FL. 33140

The mailing address of the Limited Liability Company is:
927 LINCOLN ROAD
SUITE 200
MIAMI BEACH, FL. US 33139

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
ROBERT ZIEHM
927 LINCOLN ROAD
SUITE 200
MIAMI BEACH, FL. 33139

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: ROBERT ZIEHM

Article V

The name and address of managing members/managers are:

Title: MGRM
ROBERT ZIEHM
927 LINCOLN ROAD, SUITE 200
MIAMI BEACH, FL. 33139 US

Title: MGRM
ANTONIO ALARCON
1900 N.BAYSHORE DR, #1417
MIAMI, FL. 33132 US

Article VI

The effective date for this Limited Liability Company shall be:

02/19/2009

Signature of member or an authorized representative of a member

Signature: ROBERT ZIEHM

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