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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

GLOBAL DUTY FREE, LLC.

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MAY 18 2009

EXAMINER

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ARTICLES OF ORGANIZATIONOFGLOBAL DUTY FREE, LLC.

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I
NAME

The name of this Limited Liability Company is: GLOBAL DUTY FREE, LLC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to 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 IV
ADDRESS

The principal office and mailing address of this Limited Liability Company in the State of Florida is 9955 NW 58th STREET, MIAMI, FL 33178. The Board of Managers may from time to time move the principal office to another address in Florida.

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ARTICLE V
REGISTERED OFFICE, REGISTERED AGENT

That GLOBAL DUTY FREE, LLC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates ANAND S. CHOWDHURY, as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 9955 NW 58th STREET, MIAMI, FL 33178.

ARTICLE VI
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company. The Initial Manager of the Company shall be:

ANAND S. CHOWDHURY of
9955 NW 58th STREET, MIAMI, FL 33178

WITNESS the hand and seal of the Manager in Miami-Dade County, State of Florida, this
14 day of May, 2009


ANAND S. CHOWDHURY

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That GLOBAL DUTY FREE, LLC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, designates ANAND S. CHOWDHURY, as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 9955 NW 58th STREET, MIAMI, FL 33178.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

The Registered Agent


ANAND S. CHOWDHURY
May 14, 2009

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