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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Crayons and Markers GP, LLC

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To: 18506176383 Date: Mon, 5 Oct 2009 15:52:46 -0400
 Fax: 18506176383 # of Pages: 4
 From: Cynthia L. Moore
 Ref #: Crayons and Markers GP, LLC - articles of organization

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Comments:

Please file the attached. Thank you.

Cynthia L. Moore
 Legal Assistant to Carolyn Kellman, Esq.
 Adorno & Yoss LLP
 2525 Ponce de Leon Boulevard, Suite 400
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H09000214018 3

**ARTICLES OF ORGANIZATION
OF
CRAYONS AND MARKERS GP, LLC
A Florida Limited Liability Company**

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").

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**ARTICLE I
NAME**

The name of the limited liability company is Crayons and Markers GP, LLC (the "Company").

**ARTICLE II
NATURE OF BUSINESS, MAILING AND STREET ADDRESS**

The company is organized for the purpose of transacting any or all lawful business. The mailing address and street address of the principal office of the Company shall be San Lorenzo 166, Col Vista Hermosa, CP 64620, Monterrey, N.L. Mexico.

**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 Michael B. Axman, Esq., Adorno & Yoss LLP, 2525 Ponce de Leon Boulevard, Suite 400, Coral Gables, Florida 33134.

**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.

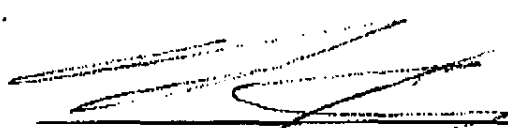
**ARTICLE V
MANAGEMENT**

The Company shall be a member-managed limited liability company. The initial managing member ("MGRM") of the Company shall be Roberto Levinson and his mailing address shall be San Lorenzo 166, Col Vista Hermosa, CP 64620, Monterrey, N.L. Mexico.

H09000214018 3

H09000214018 3

These Articles of Organization have been executed on the date set forth under the name of the authorized representative of the Company. In accordance with the terms of §608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.




Michael B. Axman, Esq.
Authorized Representative

Date: October 5, 2009

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Crayons and Markers GP, 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 my duties, and is familiar with and accepts the obligations of the position as Registered Agent.

Dated: October 5, 2009



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