

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

L09000114550
FILED 8:00 AM
December 02, 2009
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

A&W BORDERS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

950 BRICKELL BAY DRIVE
3208
MIAMI, FL. 33131

The mailing address of the Limited Liability Company is:

950 BRICKELL BAY DRIVE
3208
MIAMI, FL. 33131

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:

ANDRES WALSEN
1819 SE 17TH STREET
805
FORT LAUDERDALE, FL. 33316

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: ANDRES WALSEN

Article V

The name and address of managing members/managers are:

Title: MGRM
ANDRES WALSEN
1819 SE 17TH STREET, UNIT 805
FORT LAUDERDALE, FL. 33316

Title: MGRM
HUGO ADRIAZOLA
950 BRICKELL BAY DRIVE
MIAMI, FL. 33131

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Article VI

The effective date for this Limited Liability Company shall be:

12/06/2009

Signature of member or an authorized representative of a member

Signature: HUGO ADRIAZOLA