

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

L09000118555
FILED 8:00 AM
December 14, 2009
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

FD HOLDING & FINANCING LLC

Article II

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

310 ARTHUR GODFREY RD
MIAMI BEACH, FL. US 33141

The mailing address of the Limited Liability Company is:

310 ARTHUR GODFREY RD
MIAMI BEACH, FL. US 33141

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:

ERIC AMSALLEM
1551 STILLWATER DR
MIAMI BEACH, FL. 33141

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: ERIC AMSALLEM

Article V

The name and address of managing members/managers are:

Title: MGRM
FRANCIS DOUCET
1570 LANCELOT
REPENTIGNY, QU. 35Y4E1 CA

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Signature of member or an authorized representative of a member

Signature: ERIC AMSALLEM