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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Fedorov Enterprises LLC

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C. LEWIS

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EXAMINER

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ARTICLES OF ORGANIZATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida limited liability company is: Fedorov Enterprises LLC

Article II. Address

The street and mailing address of the Company's initial principal office is:

Fedorov Enterprises LLC 315 East Gulf Drive Sanibel FL 33957

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Vera Fedorov 315 East Gulf Drive Sanibel FL 33957

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Jason Maughan, Esq. 1101 Periwinkle Way Suite 103 Sanibel FL 33957 239-472-2424

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

VERA FEDOROV 315 East Gulf Drive Sanibel FL 33957 1483 Shelburne Court Allentown PA 18104 1012 Calle Del Monte Taos NM 87571 315 East Gulf Drive Sanibel FL 33957

Article VII. Membership

The names and addresses of the members of the company are:

Vera Fedorov 315 East Gulf Drive Sanibel, FL 33957

Mark J. Fedorov 1483 Shelburne Court Allentown, PA 18104

Veronica Savage 1012 Calle Del Monte Taos, NM 87571

Victor A. Fedorov Irrevocable Trust 315 East Gulf Drive Sanibel, FL 33957

Article VIII. Company Existence

The Company's existence shall begin effective as of December 28, 2009.

The undersigned authorized representative of a member executed these Articles of Organization on December 28, 2009.

JASON MAUGHAN, ESQ.

by Valerie Hawk as attorney-in-fact

Jason Maughan, Esq. 1101 Periwinkle Way Suite 103 Sanibel FL 33957 239-472-2424



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SECRETARY OF STATE
STATEMENT OF REGISTERED AGENT

SECRETARY OF STATE

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Fedorov Enterprises LLC

REGISTERED AGENT/OFFICE:

Vera Fedorov 315 East Gulf Drive Sanibel FL 33957

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

VERA FEDOROV

by Valerie Hawk as attorney-in-fact

Date: December 28, 2009

Jason Maughan, Esq. 1101 Periwinkle Way Suite 103 Sanibel FL 33957 239-472-2424