

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

L10000011268
FILED 8:00 AM
February 01, 2010
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:
PROOF SOUTH BEACH, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1458 OCEAN DRIVE
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:
2805 E OAKLAND PK BLVD #247
FT LAUDERDALE, FL. 33308

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:
PEGGY KING
2805 E OAKLAND PK BLVD #247
FORT LAUDERDALE,, FL. 33308

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: PEGGY KING

Article V

The name and address of managing members/managers are:

Title: MGRM
PHILIPPE ALLAIN, LLC
404 EAST 66TH STREET UNIT 10G
NEW YORK, NY. 10065 US

Title: MGRM
RPFK, LLC
2805 E OAKLAND PK BLVD #247
FORT LAUDERDALE, FL. 33306

Title: MGR
ERRICK WILLIAMS GROUP, LLC
2805 E OAKLAND PK BLVD #247
FORT LAUDERDALE, FL. 33306

Title: MRG
RUDI JOHNSON
2805 E OAKLAND PK BLVD #247
FORT LAUDERDALE, FL. 33306

Article VI

The effective date for this Limited Liability Company shall be:

01/30/2010

Signature of member or an authorized representative of a member

Signature: PEGGY KING

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