

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

L10000066036
FILED 8:00 AM
June 21, 2010
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

PENGUIN USA LLC

Article II

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

222 US HIGHWAY 1
SUITE 207
TEQUESTA, FL. US 334692708

The mailing address of the Limited Liability Company is:

222 US HIGHWAY 1
SUITE 207
TEQUESTA, FL. US 334692708

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:

EDUARDO O SOARES
591 SCRUBJAY DR
JUPITER, FL. 33458

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: EDUARDO SOARES

Article V

The name and address of managing members/managers are:

Title: MGRM
EDUARDO O SOARES
591 SCRUBJAY DR.
JUPITER, FL. 33458 US

Title: MGRM
RAFAEL O SOARES
591 SCRUBJAY DR.
JUPITER, FL. 33458

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Article VI

The effective date for this Limited Liability Company shall be:

07/01/2010

Signature of member or an authorized representative of a member

Signature: EDUARDO SOARES