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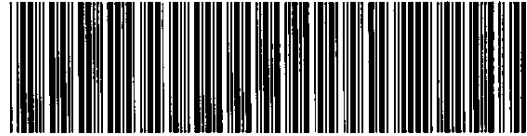
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AUG 23 2010

**EXAMINER**



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE COHRS LAW GROUP, P.A.**

ATTORNEYS AND COUNSELORS AT LAW

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E-MAIL [dcohrs@cohrlaw.com](mailto:dcohrs@cohrlaw.com)

August 11, 2010

**VIA FEDERAL EXPRESS**

Secretary of State  
Division of Corporations  
Corporate Filings  
2661 Executive Center Circle  
Tallahassee, Florida 32301

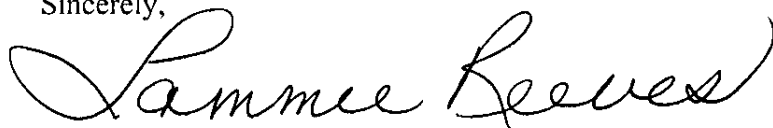
**RE: Articles of Organization of Youth Products for Life, LLC**

Dear Madam/Sir:

Enclosed herewith are an original and one copy of the fully executed Articles of Organization in connection with the referenced LLC. Also enclosed is this firm's check in the amount of \$125.00, representing the fee required to file said Articles of Organization. Once you have filed the Articles, please forward same to this office in the postage paid envelope provided herewith.

Should you have any questions, please feel free to contact this office.

Sincerely,



Tammaree J. Reeves  
Legal Assistant

tjr  
Encls.



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 13, 2010

THE COHRS LAW GROUP PA  
1901 ULMERTON ROAD, STE. 425  
CLEARWATER, FL 33762

SUBJECT: YOUTH PRODUCTS FOR LIFE, LLC  
Ref. Number: W10000038305

We have received your document for YOUTH PRODUCTS FOR LIFE, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on August 12, 2010. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Leslie Sellers  
Regulatory Specialist II

Letter Number: 110A00019524

**ARTICLES OF ORGANIZATION**  
**OF**  
**YOUTH PRODUCTS FOR LIFE, LLC**

I, the undersigned, hereby make, subscribe, acknowledge, and file, with the Secretary of State of the State of Florida, these Articles of Organization for the purpose of forming a Limited Liability Company in accordance with Chapter 608, Fla. Stat., and the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of this Limited Liability Company is **Youth Products for Life, LLC**.

**ARTICLE II**  
**COMMENCEMENT OF EXISTENCE AND DURATION**

The existence of this Limited Liability Company shall commence on August 18, 2010 and it shall thereafter have perpetual existence.

**ARTICLE III**  
**PURPOSES**

This Limited Liability Company may engage in the transaction of any and all lawful business for which a limited liability company may be organized under the laws of the State of Florida.

**ARTICLE IV**  
**MAILING ADDRESS AND PRINCIPAL OFFICE**

The mailing address and principal place of business of this Limited Liability Company shall be:

**4543 S. Manhattan Ave.**  
**Tampa, FL 33611**

or such other place or places as the members may from time to time determine.

**ARTICLE V**  
**REGISTERED AGENT**

The initial Registered Agent and Registered Office of this Limited Liability Company shall be:

**Denis A. Cohrs**  
**1901 Ulmerton Road, Suite 425**  
**Clearwater, Florida 33762**

**FILED**  
**10 AUG 20 AM 11:54**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE VI**  
**MANAGEMENT OF BUSINESS**

The conduct and management of this Limited Liability Company, pursuant to specific rules regarding the rights and duties as enumerated in the Operating Agreement of this Limited Liability Company, shall be vested in the Member(s).

**ARTICLE VII**  
**INITIAL MEMBERS**

The name and address of the initial members of this Limited Liability Company are:

**Eugene R. DeLucia, III**  
**4543 S. Manhattan Ave.**  
**Tampa, FL 33611**

**ARTICLE VIII**  
**OPERATING AGREEMENT**

The Member(s) of this Limited Liability Company shall adopt an Operating Agreement containing all provisions for the regulation and management of this company not inconsistent with laws of the State of Florida or these Articles. The power to alter, amend or repeal such an Operating Agreement shall be vested in the Member(s) of this Limited Liability Company in the manner set forth therein.

**ARTICLE IX**  
**OWNERSHIP OF PROPERTY**

Real or personal property originally brought into or transferred to this Limited Liability Company, or acquired by this Limited Liability Company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this Limited Liability Company.

**ARTICLE X**  
**TRANSFERABILITY OF MEMBERS' INTEREST**

A Member's interest in this Limited Liability Company may not be pledged, assigned, hypothecated, levied, sold, transferred or executed upon, whether voluntarily or involuntarily, except upon the unanimous written consent of all non-transferring Members of the Limited Liability Company, which consent may be withheld for any reason whatsoever. Without this written consent, no transfer shall be recognized by this Limited Liability Company and the transferee shall not be entitled to become a Member, to participate in the management of this Limited Liability Company or to share in profits and losses, to receive any distributions, or to receive such allocation of income, gain, loss, deduction, or credit or similar item to which the assignor was entitled.

**ARTICLE XI**  
**ADMISSION OF NEW MEMBERS**

Additional members may be admitted from time to time on such terms and conditions as are set forth in the Operating Agreement of this Limited Liability Company.

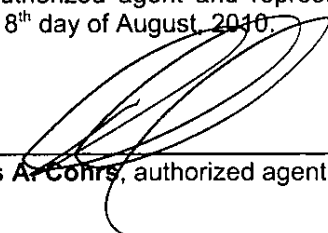
**ARTICLE XII**  
**INDEMNIFICATION**

This Limited Liability Company shall indemnify any member, former member, manager or former manger to the full extent permitted by Section 608.4229, Florida Statutes (2009), as amended from time-to-time.

**ARTICLE XIII**  
**AMENDMENTS**

These Articles may be amended from time to time by the unanimous agreement of the Members, and the amendments shall be filed, duly signed by an authorized representative of the Limited Liability Company, with the Florida Department of State.

**IN WITNESS WHEREOF**, the undersigned, as an authorized agent and representative for all Members, has executed these Articles of Organization on this 18<sup>th</sup> day of August, 2010.

  
\_\_\_\_\_  
Denis A. Cohrs, authorized agent

**CERTIFICATE OF ACCEPTANCE OF  
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in these Articles, I hereby acknowledge that I am familiar with my obligations as Registered Agent and agree to act in this capacity, and I further agree to comply with the provisions of all laws and regulations relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Denis A. Cohrs

Date: August 18, 2010