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From: Account Name : LAW OFFICES OF MICHAEL A. HALBERG,
Account Number : I20100000044
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: dilipi@bellsouth.net

FLORIDA LIMITED LIABILITY CO.

City Wholesale Distributors, LLC

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| Certificate of Status | 1 |
| Certified Copy | 0 |
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D. BRUCE

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EXAMINER

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ARTICLES OF ORGANIZATION**OF****CITY WHOLESALE DISTRIBUTORS, LLC.****A Florida Limited Liability Company**

I, Dilip K. Modak, the undersigned, as organizer of this limited liability company, pursuant to the Florida Limited Liability Company Act, hereby adopt the following Articles of Organization for this limited liability company.

ARTICLE I – NAME OF COMPANY

The name of the limited liability company is City Wholesale Distributors, LLC.

ARTICLE II – DURATION

The period of duration of this limited liability company shall be Perpetual from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the limited liability company is 9050 NW 28th Street, #131, Coral Springs, FL 33065.

ARTICLE IV – REGISTERED AGENT AND OFFICE

The name and Florida Street address of the limited liability company's registered agent is Dilip K. Modak and the street address is 9050 NW 28th Street, #131, Coral Springs, FL 33065.

ARTICLE V – MANAGEMENT BY MANAGER (S)

The limited liability company is to be managed by one or more managers and is therefore a Manager-Managed company.

The name of the initial Managers and their address is:

Dilip K. Modak
9050 NW 28th Street, #131
Coral Springs, FL 33065

ARTICLE VI – MEMBER (S)

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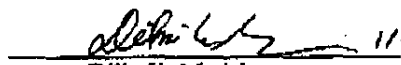
The limited liability company shall have at least one member. The limited liability company may admit additional members in accordance with the provisions of the operating agreement of the company.

The initial members are:

Dilip K. Modak
9050 NW 28th Street, #131
Coral Springs, FL 33065

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member pursuant to the provisions of the operating agreement shall terminate this limited liability company, unless the remaining members shall agree pursuant to the provisions of the operating agreement to continue the business of the company, in which event, this company shall not so terminate.

In Witness Whereof, the undersigned organizer has executed these Articles of Organization on this 20 day of November 2010.


Dilip K. Modak

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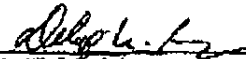
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**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

First, that CITY WHOLESALE DISTRIBUTORS, LLC., a Florida limited liability company, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located in the State of Florida, has named Dilip K. Modak, 9050 NW 28th Street, #131, Coral Springs, FL 33065, as its agent to accept service of process within Florida.


Dilip K. Modak

Having been named to accept service of process for the above-stated limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent of this limited liability company.

Dated this 20 day of November 2010.


Dilip K. Modak

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