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| Certified Copies | _ Certificates | of Status |
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EFFECTIVE DATE 1-1-2011



B. BOSTICK

DEC 8 2010

EXAMINER

COVER LETTER

| TO: | Registration Section Division of Corporations | |
|----------|--|---------------|
| SUBJI | CT: Magic Power Distribution, LLC | |
| SUBSI | Name of Limited Liability Company | |
| | • | |
| The en | losed Articles of Organization and fee(s) are submitted for filing. | |
| Please | eturn all correspondence concerning this matter to the following: | |
| | | |
| | Raymond M. Keller Name of Person | |
| | | |
| | Magic Power Distribution, LLC. | |
| | Firm/Company | |
| | 1440 Rail Head Boulevard Suite 2 | |
| | Address \overline{A}_{SS} | |
| | laples, FL 34110 | |
| | City/State and Zip Code | Charge S |
| | tathy@eldflavors.com | Race Trees |
| | E-mail address: (to be used for future annual report notification) | Î |
| For fur | ner information concerning this matter, please call: | כ |
| Kath | Oliver at (239) 254-8288 | |
| | Name of Person Area Code & Daytime Telephone Number | |
| Enclos | ed is a check for the following amount: | |
| \$125.00 | Filing Fee \$\bigsim \frac{\\$130.00 \text{ Filing Fee & Certificate of Status}}{\int \text{Certified Copy (additional copy is enclosed)}} \bigsim \frac{\\$160.00 \text{ Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)}}{\int \text{Certified Copy (additional copy is enclosed)}} | |
| | Mailing AddressStreet/Courier AddressRegistration SectionRegistration SectionDivision of CorporationsDivision of CorporationsP.O. Box 6327Clifton BuildingTallahassee, FL 323142661 Executive Center Circle | |

Tallahassee, FL 32301

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Magic Power Distribution, LLC.

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

| Principal Office Address: | Mailing Address: |
|---------------------------|--------------------------|
| 1440 Rail Head Boulevard | 1440 Rail Head Boulevard |
| Suite 2 | Suite 2 |
| Nanles El 34110 | Naples FL 34110 |

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

| | City, State, and Zip | | ATE RIDA | 58 | |
|---|----------------------|-------------|-------------|---------|--|
| Naples | _{FL} 34110 | <u> </u> | STA FLOR | PH 2: | |
| Florida street address (P.O. Box NOT acceptable | | e) <u>m</u> | | 7-77-70 | |
| 1440 Rail | Head Boulevard, | Suite 5 | ASSE | C-7 | |
| Name | | AA | PR | | |
| Raymond I | M. Keller | | ۲ | 3 | |

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 as provided for in Chapter 608, F.S..

Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

| <u>Title:</u> "MGR" = Manager "MGRM" = Managing Member | Name and Address: | | | |
|---|--|--|--|--|
| MGRM | RAYMOND M. KELLER 1440 RAIL HEAD BOULEVARD, SUITE 2 NAPLES, FL 34110 | | | |
| MGRM | JOSEPH A. DAVIS 1440 RAIL HEAD BOULEVARD, SUITE 2 NAPLES, FL 34110 | | | |
| MGRM | ROBERT W. KIRCHER 1440 RAIL HEAD BOULEVARD, SUITE 2 NAPLES, FL 34110 | | | |
| | AHE SEE TO | | | |
| (Use attachment if necessary) ARTICLE V: Effective date, if other than the date (If an effective date is listed, the date must be spetto or 90 days after the date of filing.) | e of filing: January 1, 2011 (OP FRONAL) ecific and cannot be more than five business days prior | | | |
| REQUIRED SIGNATURE: | | | | |
| | an authorized representative of a member. | | | |
| constitutes an affirmation under the | | | | |

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)

Typed or printed name of signee