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Account Number : 110432003053 Phone : (561)694-8107 Fax Number : (561)694-1639

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# FLORIDA LIMITED LIABILITY CO. MEF Miami, LLC

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# ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: MEF Miami, LLC

# Article II. Address

Miami FL 33131

The street and mailing address of the Company's initial principal office is: MEF Miami, LLC 92 SW 3rd Street, Unit 1802

# Article III. Registered Agent

The name and street address of the Company's registered agent is:

Marco Francescoli 92 SW 3rd Street, Unit 1802 Miami FL 33131

# Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

# Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

Enzo Francescoli 92 SW 3rd Street Miami FL 33131

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# Article VII. Company Existence

The Company's existence shall begin effective as of November 2, 2011.

The undersigned authorized representative of a member executed these Articles of

Organization on 11/2/201

CORPORATE CREATIONS INTERNATIONAL INC.

Taide Baez Vice President

hy Kristing Roy as attorney-in-fac

Lizabeth F. Calvo, P.A. 328 Crandon Blvd Ste 226 Key Biscayne FL 33149 305-365-0902

# STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: MEF Miami, LLC

REGISTERED AGENT/OFFICE:

Marco Francescoli 92 SW 3rd Street, Unit 1802 Miami FL 33131 2011 NOV -2 MID 89
SECKETARY OF STATE
AND AHASSEE/FILORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

MARCO FRANCESCOL

by Kristine Roy as attorney-in-fact

Date: November 2-2011

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