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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6383

Effective Date 11/11/11

From: Account Name : CSH SERVICES, LLC
Account Number : I20070000160
Phone : (800) 494-3124
Fax Number : (361) 455-9885

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FLORIDA LIMITED LIABILITY CO.
M & A Holding of America LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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EXAMINER

Effective Date 11/11/11

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**ARTICLES OF ORGANIZATION FOR A
FLORIDA LIMITED LIABILITY COMPANY**

In compliance with Chapter 608, F.S.

ARTICLE I NAME

The name of the Limited Liability Company is:

M & A HOLDING OF AMERICA LLC

ARTICLE II ADDRESS

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

2549 SUNSET DRIVE
MIAMI BEACH, FL 33140

**ARTICLE III REGISTERED AGENT, REGISTERED OFFICE &
REGISTERED AGENT SIGNATURE**

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

MARCO VEDEO
2549 SUNSET DRIVE
MIAMI BEACH, FL 33140

Having been named as registered agent 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.

X

MARCO VEDEO / Registered Agent's signature

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ARTICLE IV EFFECTIVE DATE

The effective Date of the business is

NOVEMBER 11, 2011

ARTICLE V MANAGEMENT

The Limited Liability Company is to be managed by one or more members and is, therefore, a Member Managed Company.

ARTICLE VI MEMBERS (optional)

MANAGING MEMBER

MARCO VEDEO

2549 SUNSET DRIVE

MIAMI BEACH, FL 33140

MANAGING MEMBER

ANTONELLA FIORENTINO

2549 SUNSET DRIVE

MIAMI BEACH, FL 33140

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TALLAHASSEE, FLORIDA

X

Signature of a member or an authorized representative of a member
(In accordance with section 608.408(3), Florida Statutes, the
execution of this document constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.

MARCO VEDEO