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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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**FLORIDA LIMITED LIABILITY CO.
PROPER BEACH, LLC**

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B. KOHR
JUL 10 2012
EXAMINER

Martinez-Marquez, CPA, PA.
6303 Blue Lagoon Drive, Suite 200
Miami, FL 33126

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

PROPER BEACH, LLC

ARTICLE II - Address

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

1942 NE 148 St., #6254
North Miami, FL 33181

ARTICLE III - Registered Agent, Registered Office, & Registered Agents' Signature

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

Mario Colla
1942 NE 148 St., #6254
North Miami, FL 33181

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

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ARTICLE IV - Managers or Managing Members

Title:

Name and Address:

MGRM

Mario Colla
1942 NE 148 St., #6254
North Miami, FL 33181

MGRM

Jose Gabriel Colla
1942 NE 148 St., #6254
North Miami, FL 33181

ARTICLE V - Percentage Participation of Members

The Percentage participation of the members shall be as follows:

Mario Colla 50%

Jose Gabriel Colla 50%

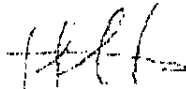
ARTICLE VI - Management

The business of the company shall be conducted under the exclusive management of its managing members, who will have the exclusive authority to act for the company in all matters. Each LLC member acting in their individual capacity shall have the authority to bind the LLC to a third party with respect to any matter.

REQUIRED SIGNATURES:



Mario Colla



Jose Gabriel Colla