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12 JUL 18 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K. SALLY  
EXAMINER  
JUL 19 2012

LAW OFFICE OF  
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June 13, 2012

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Filing Articles of Organization for Ladies First, LLC

Dear Secretary of State:

Enclosed please find the original executed Articles of Organization for Ladies First, LLC. I have also enclosed a check in the amount of \$125.00 to cover the fee for the filing of the Articles of Organization.

Your prompt attention to this matter will be greatly appreciated.

Very truly yours,



Aleida Ors Waldman, Esq.

AOW/hm  
Enclosures

**ARTICLES OF ORGANIZATION  
OF  
LADIES FIRST, LLC**

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

**Article I  
Name**

The name of the limited liability company is **LADIES FIRST, LLC** (the "Company").

**Article II  
Duration**

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

**Article III  
Nature of Business and Mailing Address**

This Company is organized for the purpose of transacting any or all lawful business. The mailing address and the street address of the Company's initial principal office is **19612 SW 69<sup>th</sup> Place, Fort Lauderdale, FL 33332**.

**Article IV  
Initial Registered Office and Agent**

The name of the initial registered agent of this Company is **April Teddlie** and the street address of the initial registered office of this Company is at **19612 SW 69<sup>th</sup> Place, Fort Lauderdale, FL 33332**.

**Article V  
Addition of New Members**

New owners who take their interest directly from the Company will be admitted as Members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only as provided in the Regulations and Operating Agreement of the Company.

**Article VI**  
**Membership Certificates**

(a) Each Member's interest in the Company may be evidenced by a membership participation or unit certificate.

(b) No Member of this Company may transfer, sell or assign its Membership Interest in the Company to any other person except as provided for in the Company's Regulations and Operating Agreement.

**Article VII**  
**Indemnification**


This Company shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was manager, member, director or officer of this Company, or is or was serving at the request of this Company as a manager, member, director, officer, trustee, employee or agent of or in any other capacity with another company, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding, unless such person breached or failed to perform his duties as an manager, member, officer, director, employee or agent of this Company and such breach constitutes:

(1) a violation of criminal law, unless the manager, member, director, officer, employee or agent had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful;

(2) a transaction from which the manager, member, director, officer, employee or agent derived an improper personal benefit, either directly or indirectly; or

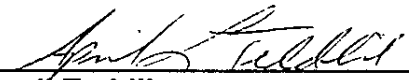
(3) recklessness or an act or omission which was committed in bad faith or with malicious purpose in a manner exhibiting wanton and willful disregard for human rights, safety, or property.

A judgment or other final adjudication against a manager, member, director, officer, employee or agent of this Company in any criminal proceeding for violation of criminal law shall estop such person from contesting the fact that his breach or failure to perform constitutes a violation of the criminal law, but such judgment or other final adjudication shall not estop such person from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful.

  
Notary Public, State of Florida at Large  
Print Name: Alexii Nazario  
My Commission Expires \_\_\_\_\_

### ACCEPTANCE BY REGISTERED AGENT

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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By:   
**April Teddlie**  
**Registered Agent**

Dated: July 10, 2012