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C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, Florida 32301

City State Zip Phone  
904-222-1092

CORPORATION(S) NAME

600002892916--8

-06/02/99-01075-022

\*\*\*\*285.00 \*\*\*\*285.00

Key Discount USA, LLC

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- ☐ Profit ☐ Amendment ☐ Merger  
☐ NonProfit ☐ Dissolution/Withdrawal ☐ Mark  
☒ Limited Liability Company ☐ Other  
☐ Foreign ☐ Annual Report ☐ Change of F.R.A.  
☐ Limited Partnership ☐ Reservation ☐ Fictitious Name  
☐ Reinstatement ☐ CUS/G/S  
☐ Limited Liability Partnership ☐ Photo Copies  
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THANK YOU ! Mandi Kent

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MK 6/2/99

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

Key Discount USA, LLC

## ARTICLE II - Address:

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

350 Camino Gardens Blvd., Suite 200, Boca Raton, FL 33432

## ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual

## ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

☒ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Ira Smolev

350 Camino Gardens Blvd., Suite 200

Boca Raton, FL 33432

Bruce Turiansky

350 Camino Gardens Blvd., Suite 200

Boca Raton, FL 33432

☐ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

## ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Any person acceptable to the Managers and to the Members holding a majority of the Membership Interests may become a new or additional Member in the Company by the issuance of additional Membership Interests in exchange for such consideration as the managers may require.

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## ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

In the unforeseen event of death of a Member or the entry of a valid court order adjudicating a Member to be legally incapable of managing the Member's personal affairs, or bankruptcy, the remaining Member(s) shall have the right to continue business in an orderly fashion.

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## ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Key Discount USA, LLC

certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 0;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0;  
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 0.

  
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Bruce Turiansky  
Typed or printed name of signee

**Filing Fee: \$250.00 for Articles and Affidavit**

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for Key Discount USA, LLC at the place designated in these Articles of Organization, CT Corporation System agrees to act in this capacity, and CT Corporation System further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Dated: June 1, 1999

CT Corporation System

By: Vicky Goldstein

Name: VICKY GOLDSTEIN

Title: SPECIAL ASSISTANT SECRETARY

CT CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
PLANTATION, FL 33324

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