

Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

D.Q. AMERICAS L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

(4)

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ARTICLES OF ORGANIZATION FOR D.Q. AMERICAS L.L.C.**ARTICLE I****NAME**

The name of the Limited Liability Company is D.Q. Americas L.L.C.

ARTICLE II**ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 680 N.W. 100 Terrace, Plantation, Florida 33324.

ARTICLE III**DURATION**

The period of duration for the Limited Liability company shall be perpetual.

ARTICLE IV**MANAGEMENT**

The Limited Liability Company is to be managed by a manager and the name and address of such person who is to serve as manager is Marietta Muina, 680 N.W. 100 Terrace, Plantation, Florida 33324.

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 by the unanimous consent and agreement of all members.

ARTICLE VI**MEMBERS RIGHTS TO CONTINUE BUSINESS**

The right 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 mem-

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bership of a member in the limited liability company is hereby
duly extended and fully authorized.

The undersigned authorized representative of the members of D.Q.
Americas L.L.C. certifies

1. the above named limited liability company has at least
one member;
2. the total amount of cash contributed by the members is
3. no property other than cash is contributed by the mem-
bers; and
4. the total amount of cash and property contributed and
anticipated to be contributed by members is

Dated: October 1, 1999

William H. Newton, III
Signature of an authorized
representative of the members
William H. Newton, III

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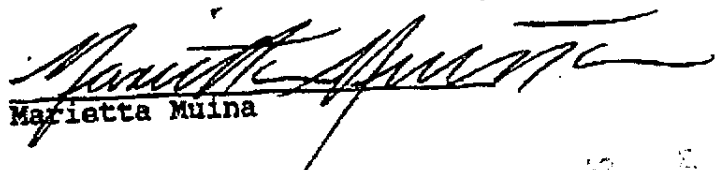
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is D.Q. Americas L.L.C.
2. The name and the Florida street address of the registered agent are Marietta Muina, 680 N.W. 100 Terrace, Plantation, Florida 33324.

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.

Dated: October 1, 1999


Marietta Muina

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