

Thursday, November 11, 1999

Division of Corporations

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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

Baskin Investments, LLC

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 12, 1999

CORPORATE CREATIONS INTERNATIONAL

SUBJECT: BASKIN INVESTMENTS, LLC
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Tammi Cline
Document Specialist

FAX Aud. #: H99000028715
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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Baskin Investments, LLC

Article II. Address

The Company's street and mailing address is:
Baskin Investments, LLC
7000 SW 62nd Avenue, Penthouse C
Miami FL 33143

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Christina Gonzalez, Esq.
7000 SW 62nd Avenue, Penthouse C
Miami FL 33143

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article V. Management


This will be a manager-managed company. The name of each manager is:

Christina Gonzalez

Article VI. Company Existence

The Company's existence shall begin effective as of November 10, 1999.

The undersigned authorized representative of a member executed these Articles of Organization on November 12, 1999.



CORPORATE CREATIONS INTERNATIONAL INC.
Todd A. Hardy Vice President

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STATEMENT OF REGISTERED AGENT


LIMITED LIABILITY COMPANY:

Baskin Investments, LLC

REGISTERED AGENT/OFFICE:

Christina Gonzalez, Esq.
7000 SW 62nd Avenue, Penthouse C
Miami FL 33143

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


CHRISTINA GONZALEZ, ESQ.
by T.A. Hardy as attorney-in-fact

Date: November 12, 1999

Corporate Creations International Inc.
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