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CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

800003079148--9
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****125.00 ****125.00

CORPORATION(S) NAME

Grom, II L.L.C.

Profit
 NonProfit

Amendment

Merger

Foreign

Dissolution/Withdrawal

Mark

LLC *Annelis*

Annual Report

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Limited Partnership

Reservation

Change of P.A.

Reinstatement

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is Gromitt L.L.C.

ARTICLE II - Address

The mailing address of the principal office of the Limited Liability Company is Rogers & Wells LLP, Attn: John D. Dadakis, Esq., 200 Park Avenue, New York, NY 10166.

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

The name and Florida address of the registered agent of the Limited Liability Company is:

**CT Corporation System
1200 Pine South Pine Island Road
Plantation, FL 33324**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address 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.



CT Corporation System

ARTICLE IV - Management

The Limited Liability Company is to be managed by the one or more Managing Members and is therefore a manager-managed company.

Dated: 12/22/99


Ani H. Kasparian, Authorized
Representative of Member

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