

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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FILED 8:00 AM
May 03, 2010
Sec. Of State
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Article I

The name of the Limited Liability Company is:

GROOVIN' BERRIES LLC

Article II

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

2967 RAVENSWOOD ROAD
SUITE 1
DANIA BEACH, FL. US 33312

The mailing address of the Limited Liability Company is:

2967 RAVENSWOOD ROAD
SUITE 1
DANIA BEACH, FL. US 33312

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

JOEL FRIEND AND ASSOCIATES, INC.
2863 EXECUTIVE PARK DRIVE
SUITE 105
WESTON, FL. 33331

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.

Registered Agent Signature: JOEL FRIEND

Article V

The name and address of managing members/managers are:

Title: MGRM
MICHAEL SAFRIN
2967 RAVENSWOOD ROAD, STE. 1
DANIA BEACH, FL. 33312 US

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Article VI

The effective date for this Limited Liability Company shall be:

05/01/2010

Signature of member or an authorized representative of a member

Signature: MICHAEL SAFRIN