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LIMITED LIABILITY COMPANY

New Spruce, LLC

Certificate of Status	1
Certified Copy	1
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ARTICLES OF ORGANIZATION
OF
NEW SPRUCE, LLC
a Florida Limited Liability Company


The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

1. NAME. The name of the Limited Liability Company is NEW SPRUCE, LLC (the "Company").

2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 8092 Windgate Drive, Boca Raton, Florida 33496.

3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: Neal Lerner, 8092 Windgate Drive, Boca Raton, Florida 33496.

The undersigned has executed these Articles of Organization on the 13th day of April, 2005.

By: 
Neal Lerner, Authorized Representative

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STATE
TALLAHASSEE, FLORIDA

**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: NEW SRPUCE, LLC.
2. The name and address of the registered agent and office is:

Neal Lerner
8092 Windgate Drive
Boca Raton, Florida 33496

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 its 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.

By: 
Neal Lerner

Date: April 13, 2005.

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