

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

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FILED 8:00 AM
June 21, 2005
Sec. Of State
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Article I

The name of the Limited Liability Company is:

ASSURANCE HOLDINGS, LLC

Article II

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

1355 W. PALMETTO PARK ROAD
142
BOCA RATON, FL. US 33486

The mailing address of the Limited Liability Company is:

1355 W. PALMETTO PARK ROAD
142
BOCA RATON, FL. US 33486

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:

WENDY BEYER
1355 W. PALMETTO PARK ROAD
142
BOCA RATON, FL. 33486

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: WENDY BEYER

Article V

The name and address of managing members/managers are:

Title: MGR
WATERSHED HOLDINGS, INC.
1355 W. PALMETTO PARK ROAD 142
BOCA RATON, FL. 33486 US

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Signature of member or an authorized representative of a member

Signature: SABRINA LEWIS