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**From: Account Name : RYAN E. WILLITS, P.A.  
Account Number : I20040000162  
Phone : (561) 353-2400  
Fax Number : (561) 353-2401**

**LIMITED LIABILITY COMPANY**

**ABACUS PROFESSIONAL SERVICES GROUP, LLC**

**AL**

Certificate of Status	0
Certified Copy	0
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**ARTICLES OF ORGANIZATION  
FOR  
ABACUS PROFESSIONAL SERVICES GROUP, LLC  
a Florida limited liability company**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE  
NAME**

The name of the limited liability company is: Abacus Professional Services Group, LLC.

**ARTICLE TWO  
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is:

1200 North Federal Highway  
Suite 200  
Boca Raton, FL 33432

**ARTICLE THREE  
DURATION**

The period of duration for the limited liability company shall be perpetual.

**ARTICLE FOUR  
MANAGEMENT**

The limited liability company is to be managed by a manager and the name and address of such manager is:

Tana Lynn Boniello  
1200 North Federal Highway  
Suite 200  
Boca Raton, FL 33432

**ARTICLE FIVE  
ADMISSION OF ADDITIONAL MEMBERS**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be pursuant to the Operating Agreement for the limited liability company, executed by the Members, then in effect.

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ARTICLE SIX  
MEMBERS RIGHT TO CONTINUE BUSINESS

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The right, if given, of the remaining members of the limited liability company to continue the business in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be pursuant to the Operating Agreement for the limited liability company, executed by the Members, then in effect.

STATE  
FLORIDA

ARTICLE SEVEN  
REGISTERED AGENT

The name and address of the initial registered agent of the limited liability company is:

Ryan E. Willits, Esq.  
Ryan E. Willits, P.A.  
120 East Palmetto Park Road  
Suite 150  
Boca Raton, FL 33432

  
Tana Lynn Bonello, Manager

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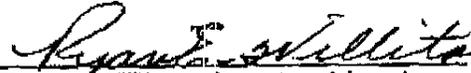
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

- 1. The name of the limited liability company is: Abacus Professional Services Group, LLC.
- 2. The name and address of the registered agent and office is:  
 Ryan E. Willits, Esq.  
 Ryan E. Willits, P.A.  
 120 E. Palmetto Park Rd., Suite 150  
 Boca Raton, FL 33432

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.

  
 Ryan E. Willits, as Registered Agent  
 Date: 08.09.05

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