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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 19 2006

LARRY M. STEWART, P.A.

Attorney at Law

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May 10, 2006

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

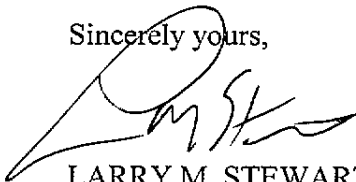
Re: SMARTER CHANGES, L.L.C.

To Whom It May Concern:

Enclosed please find an original and one copy of Articles of Organization for Florida Limited Liability Company pertaining to Smarter Changes, LLC, together with our check in the amount of \$155.00. \$100.00 is applicable to the filing fee, \$25.00 to the Designation of Registered Agent, and \$30.00 for a certified copy. Please forward the certified copy back to this office as soon as possible.

With kindest personal regards.

Sincerely yours,



LARRY M. STEWART

LMS/csy
encl

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the limited liability company is SMARTER CHANGES, L.L.C.

ARTICLE II - ADDRESS

The mailing address of the Company's principal place of business is 200 Atlantic Blvd., Indian Harbour Beach, FL 32937. The street address of the Company's principal place of business is 200 Atlantic Blvd., Indian Harbour Beach, FL 32937.

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE
REGISTERED AGENT'S SIGNATURE

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

GERALDINE A. JENSEN
200 Atlantic Blvd.
Indian Harbour Beach, FL 32937

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 as provided for in Chapter 608, F.S.


Registered Agent's Signature

ARTICLE IV - DURATION

The period of duration for the Company is perpetual.

ARTICLE V - MANAGEMENT

The Company is to be managed by one (1) manager. The manager will serve until the first annual meeting of the members.

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The initial manager is the following:

<u>Name:</u>	<u>Address:</u>
GERALDINE A. JENSEN	200 Atlantic Blvd. Indian Harbour Beach, FL 32937

ARTICLE VI - INITIAL MEMBERS

The following person is the initial member for the Company:

<u>Name:</u>	<u>Address:</u>
GERALDINE A. JENSEN	200 Atlantic Blvd. Indian Harbour Beach, FL 32937

ARTICLE VII - ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted by the written consent of existing members holding seventy-five percent (75%) of the stock of the Company, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VIII - CONTINUATION

The remaining members of the Company have the right to continue the business of the Company upon 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 Company. The business of the Company may be continued by the written consent of seventy-five percent (75%) of the remaining members.

ARTICLE IX - ADDITIONAL PROVISIONS

Except as otherwise provided in these Articles of Incorporation or the Regulations of this Company, the applicable provisions of Florida Statutes Chapter 608 shall apply. In the event there is any conflict between the provisions of Florida Statutes Chapter 608 and the provisions of these Articles and/or Regulations, these Articles or Regulations shall control. In the event there is any conflict between the provisions of these Articles and the Regulations of this Company, the Regulations shall control.

IN WITNESS WHEREOF, I have executed these Articles of
Organization on this 8 day of April, 2006 at
FL: OH Mar

Geraldine A. Jensen
GERALDINE A. JENSEN
Authorized Member

STATE OF ~~FLORIDA~~ Ohio
COUNTY OF Lucas

8 SWORN TO AND SUBSCRIBED BEFORE ME, a notary public, this
day of April, 2006 by GERALDINE A. JENSEN, authorized member
of SMARTER CHANGES, L.L.C., a Florida Limited Liability Company,
who is personally known to me or who produced
FL DL# JS25-281-52-967-0 for identification purposes and who
did not take an oath. expire 12/27/10

(Notary Seal)

Nhu Nguyen Quynh
September 15, 2010
Notary Public
My Commission Expires:



NHU LE NGUYEN QUYNH
Notary Public, State of Ohio
My Commission Expires
September 15, 2010

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TALLAHASSEE, FLORIDA