

Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

Fax Number : (850)205-0383

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255

: (305)634-3694

Fax Number ; (305)633-9696

FLORIDA/FOREIGN LIMITED LIABILITY CO.

terra holdings, llc

Certificate of Status	- 0
Certified Copy	1
Page Count	03
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ARTICLES OF ORGANIZATION OF



TERRA HOLDINGS, LLC

The undersigned hereby executes these Articles for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company (the "Company").

ARTICLE I

NAME

The name of the Company shall be TERRA HOLDINGS, LLC.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company is 2101 Corporate Blvd., Suite 107, Soca Raton, FL 33431.

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT & REGISTERED AGENT'S SIGNATURE

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

M & W Agents, Inc. 2101 Corporate Blvd., Snite 107 Boca Raton, FL 33431

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

Robert L. Spallina, Esq.
Tescher Gutter Chaves Josepher Rubin Ruffin & Forman, PA
2101 Corporate Bivd., Suite 107
Boca Raton, Florida 33431
(561) 998-7847
Fis. Bar No. 0497381

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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 BY MANAGEMENT

The Company is to be a manager-managed Company.

ARTICLE V

DURATION

The period of the duration of this corporation shall be perpetual, unless sooner terminated by operation of law or agreement among the Company's members.

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Executed by the undersigned authorized agent on August 16, 2006

ROBERT L. SPALLINA, Agent

Robert L. Spallina, Esq. Tescher Gutter Chaves Josepher Rubin Ruffin & Forman, PA 2101 Corporate Blvd., Suite 187 Boca Raton, Florida 33431 (561) 998-7847 Fla. Bar No. 0497381

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