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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Spin Smart USA LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is: **Spin Smart USA LLC**

ARTICLE II - Address

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

Principal Office Address:Mailing Address:19517 Planters Point Drive19517 Planters Point DriveBoca Raton, FL 33434Boca Raton, FL 33434

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ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature

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

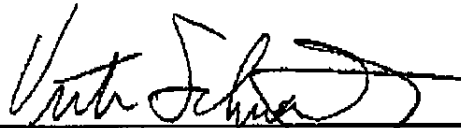
Victor Schwartz

Name

19517 Planters Point Drive(P.O. Box or Mail Drop Box **NOT** Acceptable)Boca Raton, FL 33434

(City / State / Zip)

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 - Victor Schwartz

ARTICLE IV - Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

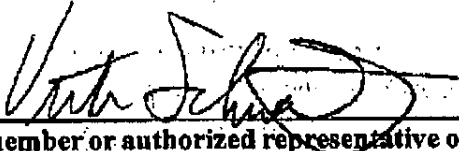
Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:**MGRM****Don Ackerman - 19649 Oakbrook Court, Boca Raton, FL 33434****MGRM****Victor Schwartz- 19517 Planters Point Drive, Boca Raton, FL 33434**

(Use attachment if necessary)

REQUIRED SIGNATURE:**Signature of a member or authorized representative of a member.****(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)****Victor Schwartz****Typed or printed name of signee**2007 JAN 24 AM 9:17
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