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Florida Department of State  
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To: Division of Corporations  
Fax Number : (850) 205-0383

From: Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**ZERION PARTNERS, LLC**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
ZERION PARTNERS, LLC**

1. Name. The name of this limited liability company is **ZERION PARTNERS, LLC** (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

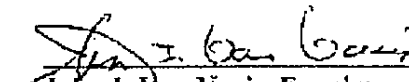
4. Place of Business. The Company's mailing address and principal place of business is 701 South Howard Avenue, Suite 106, Tampa, Florida 33606.

5. Registered Agent and Office. The name of the initial registered agent of the Company is John I. Van Voris. The street address of the initial registered agent of the Company is c/o GrayRobinson, P.A., 201 N. Franklin Street, Suite 2200, Tampa, Florida 33602..

6. Management of the Company. The Company shall be managed by one or more managers in accordance with the Operating Agreement adopted by the members.

7. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company in accordance with the provisions of such agreement.

The undersigned executed these Articles of Organization on the 13th day of April, 2007.

  
\_\_\_\_\_  
John I. Van Voris, Esquire,  
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.)

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To: FL Dept. of State  
Subject: 000153.67106


From: Katie Wonsch

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative 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.

  
John L. Van Voris

Dated: April 13, 2007

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