

11/27/2007

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FOWLER WHITE BURNETT

PAGE 1 of 4

Division of Corporations

Page 1 of 4

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6383

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Account Name : FOWLER WHITE BURNETT P.A.
Account Number : 071250001512
Phone : (305) 789-9200
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BILLFISH SOFTWARE, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

Audit No. H07000286734 3

ARTICLES OF ORGANIZATION
OF
BILLFISH SOFTWARE, LLC

ARTICLE I

The name of the limited liability company formed hereby is **BILLFISH SOFTWARE, LLC** (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

2318 North Bay Road
Miami Beach, Florida 33140

ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Fred K. Lickstein, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

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FLORIDA

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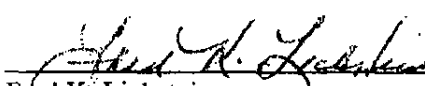
ARTICLE V

The Limited Liability Company shall be manager-managed. The name and address of the initial Manager is:

Stuart E. Browning
2318 North Bay Road
Miami Beach, Florida 33140

ARTICLE VI

The Limited Liability Company will be authorized to issue Twenty Million (20,000,000) Units of Membership Interest.


Fred K. Lickstein,
as Authorized Representative of the Members

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)


SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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Before me personally appeared Fred K. Lickstein, as Authorized Representative of the Members, ☒ who is personally known to me, or ☐ who produced _____ as identification, to be the person who executed the foregoing Articles of Organization.

In witness whereof I have hereunto set my hand and official seal this 27 day of November, 2007.

NOTARY PUBLIC-STATE OF FLORIDA
 Judith D. Rodman
Commission # DD469468
Expires: OCT. 18, 2009
Bonded thru Atlantic Bonding Co., Inc.


Notary Public
Print Name: JUDITH D. RODMAN
My Commission expires: 10/18/2009

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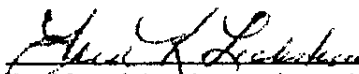
**CERTIFICATE OF DESIGNATION
OF RESIDENT AGENT AND
ACCEPTANCE OF DESIGNATION**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is BILLFISH SOFTWARE, LLC.
2. The name and address of the Registered Agent and Office is:

Fred K. Lickstein, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.


Fred K. Lickstein, Registered Agent

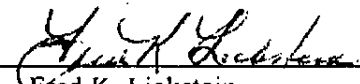
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BILLFISH SOFTWARE, LLC

By: 
Fred K. Lickstein,
as Authorized Representative
of the Members

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