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To:

Division of Corporations

Fax Number : (850)617-6383

L. SELLERS

From:

Account Name : FLORIDA INCORPORATORS, INC.

Account Number : 075350000473 Phone : (813)632-7882 Fax Number : (305)402-3141 JUL 162008

EXAMINER

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

EMERGE Private Equity LLC

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FEDEX KINKO'S 5899

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ARTICLES OF ORGANIZATION FOR

EMERGE Private Equity LLC

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

EMERGE Private Equity LLC

ARTICLE II - Mailing and Street Address:

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

EMERGE Private Equity LLC 3700 Crayton Road Naples, FL 34103

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

30 years

FLORIDA INCORPORATORS, INC. 8875 Hidden River Pkwy, Ste 300 1 Tampa, FL 33637 (813) 632-7882

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SECRETARY OF STATE

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FEDEX KINKO'S 5899

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H08000169370 ARTICLE IV - Management:

The Limited Liability Company is to be managed by its members who shall be empowered to act on behalf of the Limited Liability Company, and the name and address of the Managing Member is:

Lisa M. McCaffrey 3700 Crayton Road Naples, FL 34103 Managing Member

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on 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 limited liability company shall be:

The remaining members have the right to continue the business on 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 limited

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SECULIARY OF STATE

* * 7/15/2008 8:54 AM FROM: Fax Florida Incorporators, Inc. TO: (850) 617-6383 PAGE: 004 OF 004

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FEDEX KINKO'S 5899

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liability company upon the majority vote of the remaining members.

ARTICLE VII - Registered Agent:

The initial registered agent and registered office of the limited liability company shall be:

Lisa M. McCaffrey 3700 Crayton Road Naples, FL 34103

DATED: July 10, 2008

Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.

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