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OB SEP 10 AM 10: 35
SECRETARY OF STATE

N. SEP 112008

COVER LETTER

TO:

TO:	Registration Section Division of Corporations				
. SUBJECT: NATURES TRADING COMPANY, LLC					
(Name of Limited Liability Company)					
	closed Articles of Organization and fee(s) are	_			
	_	_			
	H.B. Stivers, Esq. (Name of Person)				
	Levine & Stivers				
	(Firm/Company)				
	245 East Virginia Street				
•	(Address)				
	Tallahassee, FL 32301				
	(City/State and Zip Code)				
For furt	her information concerning this matter, pleas	se call:			
H.B.	Stivers, Esq.	at / 850	222-6580		
	(Name of Person)	(Area Code & Daytime Telephone Number)			
	ed is a check for the following amount:		_		
!✓! \$125.0	00 Filing Fee \$\sum \\$130.00 Filing Fee & Certificate of Status	Certified Cop	y Certificate of Status &		
	Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Registration Division of Clifton Bu 2661 Exec	of Corporations		

ARTICLES OF ORGANIZATION

OF

NATURES TRADING COMPANY, LLC

08 SEP 10 AM 10: 35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a Limited Liability Company under the laws of the State of Florida, providing for the formation, the rights, privileges, and immunities of Limited Liability Companies for profit. We further declare that the following articles shall serve as the charter and authority for the conduct of business of the Limited Liability Company.

ARTICLE ONE

Name and Principle Place of Business

The name of the Limited Liability Company shall be Natures Trading Company, LLC and it's principle office shall be located at 1300 Pinetree Drive, Suite 7, Indian Harbour Beach, Florida 32937, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE TWO

Purposes and Powers

In addition to the powers authorized by the laws of the state of Florida for Limited Liability Companies, the general nature of the business or businesses to be transacted, in which the Limited Liability Company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.

- 2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these articles to the same extent as a natural person might or could do.
- 3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this Limited Liability Company is authorized to carry on, pursuant to the provisions of these articles; and to hold, utilize, and any manner dispose of the rights and properties so acquired.
- 4. To enter into and to make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
- 5. To exercise all or any of the Limited Liability Company powers, and to carry out all or any of the purposes, enumerated in these articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney in fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service and assistance it may lawfully

do under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these articles, either alone, in association with others, incidental or pertaining to or going out of, or connected with it's business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

These several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this Limited Liability Company, in statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inferred from the terms of any other clause. They shall be regarded as independent purposes and powers. Nothing contained in these articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the Limited Liability Company to carry on any business, exercise any power, or do any act which a Limited Liability Company may not under laws, lawfully carry on, exercise, or do.

ARTICLE THREE

Exercise Powers

All Limited Liability Company powers shall be exercised by or under the authority of, and the business and affairs of this Limited Liability Company shall be managed under the direction of the members of this Limited Liability Company. This article may be amended from time to time in the regulations of the Limited Liability Company by an unanimous vote of the members of the Limited Liability Company.

ARTICLE FOUR

Management

This Limited Liability Company shall be managed by a manager or managers.

The names and addresses of the persons who shall serve until the first annual meeting of members or until their successors are elected and qualified are as follows:

William Partlow 214 Ashbourne Court Melbourne, FL 32940

Sherry Partlow 100 Kristi Drive Indian Harbour Beach, FL 32937

ARTICLE FIVE

Membership Restrictions

Members shall have the right to admit new members by unanimous consent.

Contributions required of new members shall be determined as of the time of admission of the Limited Liability Company. A member's interest in the Limited Liability

Company may not be sold or otherwise transferred except with a written consent of two thirds of the members. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue business on the unanimous consent of the remaining members.

ARTICLE SIX

Capital Contributions

Capital Contributions shall be paid to the Limited Liability Company based on their proposed ownership interest. Additional contributions will be made as required for investment purposes, as determined by unanimous consent by the members. Members will make contributions based on their percentage of ownership interest.

ARTICLE SEVEN

Profits and Losses

- 1. Profit Sharing. The members shall be entitled to the net profits arising from the operation of the Limited Liability Company business that remain after the payment of the expenses of conducting business of the Limited Liability Company. Each member shall be entitled to an equal distributive share of the profits based on their respective ownership interest in the entity. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the Limited Liability Company, the month and day of the commencement day being September 1, or at such other time as determined by the manager and or managers.
- 2. <u>Losses</u>. All losses that occur in the operation of the Limited Liability
 Company business shall be paid out of the capital of the Limited Liability Company and
 the profits of the business, or, if these sources are insufficient to cover such losses, by the
 members proportionate ownership interest in the entity.

ARTICLE EIGHT

Duration

This Limited Liability Company shall exist from the date of filing of these articles with the Department of State until the earlier of thirty (30) years from the date of filing or until dissolved in the manner provided by law, or as provided in the regulations adopted by the members, unless continued by the remaining members pursuant to the company's operating agreement.

ARTICLE NINE

Registered Agent and Office

The name of the initial registered agent of the company is William Partlow. The street address of the initial registered agent of the company is 214 Ashbourne Court, Melbourne, Florida 32940.

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 statues 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.

The undersigned, being the original members of the Limited Liability Company, certify that this instrument constitutes the proposed Articles of Organization of Natures

Trading Company, LLC.

Executed by the undersigned at Kukb 25

INDIAN HARBOLAGOSH

Sherry Partlow

William Partlow