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FLORIDA/FOREIGN LIMITED LIABILITY CO.

payday professional services, l.l.c.

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**ARTICLES OF ORGANIZATION
OF
PAYDAY PROFESSIONAL SERVICES, L.L.C.**

ARTICLE I - NAME

The name of this limited Liability Company is, **PAYDAY PROFESSIONAL SERVICES, L.L.C.**

ARTICLE II - DURATION

This limited Liability Company shall begin its existence commencing on the date of the filing of these articles with the Department of State and shall be perpetual in duration.

ARTICLE III - PURPOSE

This limited Liability Company may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, specifically affirming the powers set forth in Florida Statutes Section 608.404(2) and (3) relating to real, personal, legal or equitable property.

**ARTICLE IV - PLACE OF BUSINESS, NAME AND ADDRESS OF
REGISTERED AGENT**

The street address and mailing address of the principal office of this limited Liability Company shall be 1499 West Palmetto Park Road, Boca Raton, Florida 33426. The name and address of its initial registered agent shall be Eric Marbach, 1499 West Palmetto Park Road, Boca Raton, Florida 3426.

**ARTICLE V - INITIAL MEMBER, ADMISSION OF NEW MEMBERS AND TERMS OF
ADMISSION**

The initial members of this Limited Liability Company are: PAYDAY PAYROLL, INC., a Virginia Corporation licensed to do business in the State of Florida, JEFFREY MARBACH, ERIC MARBACH and RHEA MARBACH. ERIC MARBACH shall serve as managing member. New members of this limited Liability Company may be admitted upon unanimous vote of the existing members of this limited liability company. Each new member shall make a contribution equal to that contribution which each original member of this limited liability Company made. Each member may make additional contributions from time to time as prescribed in these Articles and the company's operating agreement.

ARTICLE VI - RIGHT OF REMAINING MEMBERS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of this limited Liability Company, the remaining members shall have the right to continue

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the business of this limited Liability Company.

ARTICLE VII - MANAGEMENT OF LIMITED LIABILITY COMPANY

This limited liability company shall be managed by the manager. The names and addresses of the initial manager is ERIC MARBACH, whose address is 1890 Renaissance Common Boulevard, Boynton Beach, Florida 33426.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization, this 6 day of November, 2008.

Eric Marbach
ERIC MARBACH
Member/Manager

ACCEPTANCE BY REGISTERED AGENT

The registered agent states:

I am fully familiar with and accept the duties and responsibilities of registered agent for said limited Liability Company.

Dated this 6 day of November, 2008.

Eric Marbach
ERIC MARBACH

State of Florida
County of Palm Beach) ss:

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally came, ERIC MARBACH, known to be member/manager and ERIC MARBACH, the registered agent of the foregoing limited Liability Company and known personally by me to be the person who executed the foregoing Articles Of Organization, and he acknowledged before me that he executed those Articles Of Organization this 6 day of November, 2008.

Carol Setzer
Notary Public

My Commission Expires:

9/13/2011



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