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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA/FOREIGN LIMITED LIABILITY CO.**BLUE SPRING INNOVATIONS, LLC**

Certificate of Status	0
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C. LEWIS

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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I

The name of the Limited Liability Company is: BLUE SPRING INNOVATIONS, LLC

ARTICLE II

The mailing address and the street address of the principal office of the Limited Liability Company is: 6345 Collins Ave., Suite 100, Miami Beach, Florida 33141.

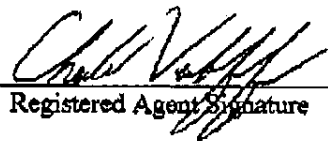
ARTICLE III

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

The name and Florida street address of the registered agent is: Charles Vernikoff, 6345 Collins Ave., Suite 100, Miami Beach, Florida 33141.

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 statutes relating to the proper and competent performance of my duties, and I am familiar with and accept the obligation of my position as registered agent as provided for in Chapter 608, Florida Statutes.


Registered Agent Signature

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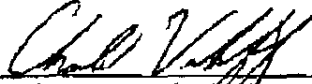
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ARTICLE V

The name and address of each Manager or Managing Member is:

Title: MGR - Charles Vernikoff, 6345 Collins Ave., Suite 100, Miami Beach, Florida 33141



Signature of member or an authorized representative of a member

CHARLES VERNIKOFF

(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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