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Account Number : 110432003053 Phone : (561)694-8107 : (561)694-1639 Fax Number

: CORPORATE CREATIONS INTERNATIONALISAMINER

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Nu Cell Technology, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: Nu Cell Technology, LLC

Article II. Address

The street and mailing address of the Company's initial principal office is:

Nu Cell Technology, LLC 641 University Blvd. Suite 203 Jupiter FL 33458

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Wendell Slone 641 University Blvd. Suite 203 Jupiter FL 33458

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

MARTIN ATKINS
641 University Blvd. Suite 203 Jupiter FL 33458

Article VII. Officers

The Company's officers are:

Chief Operating Officer

Martin Atkins

Secretary

Chief Financial Officer

Wendell Slone

Vice President

Article VII. Company Existence

The Company's existence shall begin effective as of February 12, 2009.

The undersigned authorized representative of a member executed these Articles of Organization on February 12, 2009.

CORPORATE CREATIONS INTERNATIONAL INC.

Jim E. "JP" Perkins Senior Vice President

by Veronica Paez as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: Nu Cell Technology, LLC

REGISTERED AGENT/OFFICE:

Wendell Slone 641 University Blvd. Suite 203 Jupiter FL 33458

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

WENDELL SUONE

Registered Agent by Veronica Paez as attorney-in-fact

Date: February 12, 2009

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