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FLORIDA/FOREIGN LIMITED LIABILITY CO.

blue castle holdings, llc.

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EXAMINER

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ARTICLES OF ORGANIZATION

OF

**BLUE CASTLE HOLDINGS, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned subscribes to these Articles of Organization hereby for a Limited Liability Company under the Laws of the State of Florida.

**ARTICLE ONE
NAME**

The name of this limited liability company is:

BLUE CASTLE HOLDINGS, LLC., a Florida Limited Liability Company

**ARTICLE TWO
NATURE OF BUSINESS**

This limited liability company may engage in any activity permitted under the laws of the United States of America and the laws of the State of Florida.

**ARTICLE THREE
DURATION**

The company is to exist perpetually and it shall commence its existence as of the date of execution of these articles of organization, provided such date is within five days from the date of filing, otherwise, on the date of filing.

**ARTICLE FOUR
PLACE OF BUSINESS AND REGISTERED AGENT**

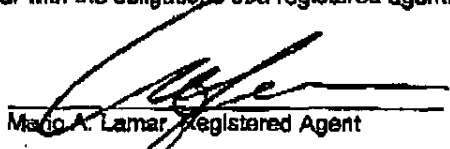
The principal place of business of this limited liability company shall be 280 Palermo, Coral Gables, Florida 33134, and such other place or places as the members from time to time may determine. The mailing address shall be the same as the business address.

The initial registered agent of this limited liability company and its address is:

Mario A. Lamar 3971 SW 8 St. Miami, Florida 33134

**ARTICLE FIVE
ACCEPTANCE OF REGISTERED AGENT**

The undersigned, Mario A. Lamar, having been named as registered agent for this limited liability company, at the place designated in these articles of organization, hereby agrees to act in the capacity of registered agent, agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and certifies that it is familiar with the obligations of a registered agent.


Mario A. Lamar, Registered Agent

PREPARED BY: Mario A. Lamar, Esq.,
3971 SW 8th Street, Suite 305
Miami, Florida 33134

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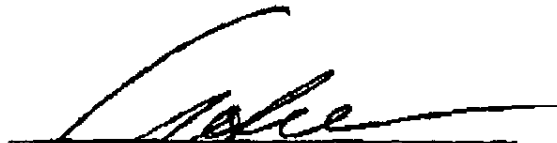
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**ARTICLE SIX
MANAGING MEMBERS**

The name and address of each managing member is:

Rosa A. Zamora

260 Palermo, Coral Gables, Florida 33134


Signature of a member of an authorized representative of a member

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me on this day by Mario A. Lamar who is/are personally known to me or who produced a driver license or _____ as identification.

WITNESS my hand and official seal in the County and State aforesaid on this 12 day of March, 2009.


Notary Public

My Commission Expires

NOTARY PUBLIC-STATE OF FLORIDA
Andres J. de Cardenas
Commission # DD670090
Expires: MAY 03, 2011
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PREPARED BY: Mario A. Lamar, Esq.,
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Miami, Florida 33134

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