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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Spaceship, LLC

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APR 102009

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. - Name

The name of the Limited Liability Company is:

SPACESHIP, LLC

ARTICLE II. - Address

The mailing address and street address of the principal office of the Limited Liability Company is:

2250 S.W. 3rd Avenue 4th Floor Miami, FL 33129

ARTICLE III. – Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

Corpco, Inc. 2699 South Bayshore Drive 7th Floor Miami, Florida 33133-5408

accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

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 complete performance of my duties, and I am familiar with and

REGISTERED AGENT:

Corpco, Inc., a Florida corporation

By: Crica L. English, Vice President

The Limited Liability Company is to be managed by one or more member and is, therefore, a member-managed company.

Erica L. English, Esq., Authorized Representative of a Member 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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