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FROM AKERMAN SENTERFITT

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FLORIDA/FOREIGN LIMITED LIABILITY CO

FORZA MOTORS USA, LLC

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**ARTICLES OF ORGANIZATION
OF
FORZA MOTORS USA, LLC
(a Florida limited liability company)**

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") is: FORZA MOTORS USA, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company are: 1300 S. Dixie Highway, West Palm Beach, Florida 33401.

**ARTICLE III
DURATION**

The period of duration for the Company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Company's initial registered agent are: David C. Ristaino, Esq., 350 E. Las Olas Blvd., Suite 1600, Fort Lauderdale, Florida 33301.

**ARTICLE V
MANAGEMENT**

The initial managing member shall be Jean Breau, at 920 Iris Drive, Delray Beach, Florida 33483.

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[Signature on the following page]

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 19th day of May, 2009.



David C. Ristaino, Esq.,
Authorized Representative of the members

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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **FORZA MOTORS USA, LLC**, a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and the undersigned is familiar with and accepts the obligations of his position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Acceptance this 9th day of May, 2009.


David C. Ristaino, Esq.

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