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

From:
Account Name : HARRIS, CRAMER LLP
Account Number : I19990000234
Phone : (561) 478-7077
Fax Number : (561) 659-0701

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Change International Africa LLC

Certificate of Status	0
Certified Copy	1
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M. THOMAS

JUN 10 2009

EXAMINER

**ARTICLES OF ORGANIZATION
OF
CHANGE INTERNATIONAL AFRICA LLC**

The undersigned hereby establishes the following for the purpose of forming a limited liability company under Chapter 608, Florida Statutes, the Florida Limited Liability Company Act:

**ARTICLE I
NAME**

The name of this limited liability company shall be Change International Africa LLC (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of the Company is c/o Harris Cramer LLP, 1555 Palm Beach Lakes Blvd., Suite 310, West Palm Beach, Florida 33401.

**ARTICLE III
MANAGEMENT**

The management of the Company shall be vested in one or more managers. The Company is to be a manager-managed company.

**ARTICLE IV
INITIAL REGISTERED AGENT**

The initial registered agent of the Company is Benjamin Brauser. The street address of the initial registered agent is 1555 Palm Beach Lakes Blvd., Suite 310, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 8th day of June, 2009.

By: 
Jean Nardi, Member

2009 JUN -9 AM 11:00
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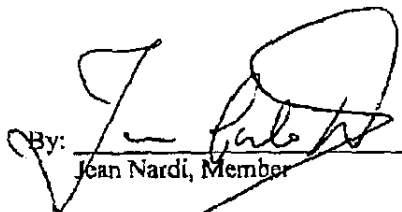
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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

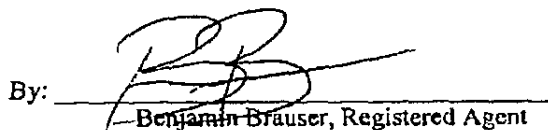
THAT CHANGE INTERNATIONAL AFRICA LLC, DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL
REGISTERED OFFICE BEING, C/O HARRIS CRAMER LLP, 1555 PALM BEACH LAKES
BLVD., SUITE 310, WEST PALM BEACH, FLORIDA 33401, HAS NAMED BENJAMIN
BRAUSER, LOCATED AT 1555 PALM BEACH LAKES BLVD., SUITE 310, WEST PALM
BEACH, FLORIDA 33401, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

Dated: June 8, 2009

By: 
Jean Nardi, Member

HAVING BEEN NAMED AS REGISTERED AGENT 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
ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: June 8, 2009

By: 
Benjamin Brauser, Registered Agent

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