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EXAMINER

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MILBRATH &

GILCHRIST, P.A.

INTELLECTUAL PROPERTY ATTORNEYS

Herbert L. Allen Robert Dyer Ava K. Doppelt Stephen D. Milbrath Brian R. Gilchrist Christopher F. Regan David L. Sigalow Richard K. Warther Enrique G. Estévez, Ph.D. Michael W. Taylor John F. Woodson II Stephen H. Luther Jeffæy S. Boyles Paul J. Ditmyer Ryan T. Santurri Bridget H. Labutta Gregory B. Allen Jack G. Abid David S. Carus David W. Magana Allison R. Imber Jeremy B. Berman Justin R. Sauer Of Counsel: Neal J. Blaher Karen Koster Burr Arthur G. Yeager Robert H. Thornburg

Patent Agents: Carl M. Napolitano, Ph.D.

rthornburg@addmg.com

June 3, 2009

State of Florida Division of Corporations Attn: Registration Section Post Office Box 6327 Tallahassee, FL 32314

Re:

BeneFIT LLC

To Whom it May Concern:

Enclosed, please find (a) the Articles of Organization for *BeneFIT* LLC and (b) Check No. 81 from Jose F. Cartaya III in the amount of \$125.00.

Please return all correspondence concerning this matter to:

Robert H. Thornburg Allen Dyer Doppelt Milbrath & Gilchrist, P.A. 777 Brickell Avenue, Suite 1114 Miami, FL 33131

Email: rthornburg@addmg.com

If you have any questions, I can be reached at (305) 374-8303.

Very truly yours,

Robert H. Thornburg

Registered Agent for BeneFIT LLC

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Jeffrey S. Boyles Ryan T. Santurri Bridget Heffernan Labutta Gregory B. Allen Jack G. Abid David S. Carus David W. Magana Allison R. Imber Jeremy B. Berman Justin R. Sauer Of Counsel: Neal J. Blaher Karen Koster Burr Arthur G. Yeager Robert H. Thornburg

Patent Agents: Carl M. Napolitano, Ph.D.

June 23, 2009

rthornburg@addmg.com

(305) 374-8303(direct dial) (305) 374-8306 (direct fax)

Florida Department of State Division of Corporations Registration/Qualification Section ATTN: Tammy Hampton PO Box 6327 Tallahassee, FL 32314

Re:

Incorporation of BeneFITness LLC

Ref. No. W09000026750

Your Letter No. 709A00019119

Dear Tammy:

I am in receipt of your June 8, 2009 correspondence regarding incorporation of BENEFIT LLC. Enclosed, please find a copy of Amended Articles of Organization for BeneFITness LLC.

Should you have any questions, please email me at rthornburg@addmg.com or call me at 305-374-8303.

Very truly yours,

Robert H. Thornbur

Enclosures.

Orlando Office (Main) 255 South Orange Ave.

Suite 1401 Orlando, FL 32801 Mail To: P.O. Box 3791 Orlando, FL 32802-3791 Jacksonville Office

1301 Riverplace Blvd. Suite 1916 Jacksonville, FL 32207

tel: 904-398-7000 fax: 904-398-7003

Melbourne Office

1901 S. Harbor City Blvd. Suite 507 Melbourne, FL 32901

tel: 321-725-4760 fax: 321-984-7078



www.addmg.com

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09 JUN 26 PM 4:00

SECRETARY OF STATE TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE Division of Corporations

June 8, 2009

ROBERT H THORNBURG ALLEN DYER DOPPELT MILBRATH & GILCHRIST 777 BRICKELL AVE - STE 1114 MIAMI, FL 33131

SUBJECT: BENEFIT LLC Ref. Number: W09000026750

We have received your document for BENEFIT LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is P95000062863 (BENEFITS, INC).

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

Letter Number: 709A00019119

ARTICLES OF ORGANIZATION FOR BENEFITNESS LLC

ARTICLE I:

NAME

Effective Date 06/17/09

The name of the Limited Liability Company is BeneFITness LLC.

ARTICLE II:

ADDRESS

The mailing address and street address of the principal office of BeneFITness LLC is:

> 7000 SW 63 Avenue South Miami, FL 33143

ARTICLE III:

REGISTERED AGENT & OFFICE

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

Robert H. Thomburg Allen Dyer Doppelt Milbrath & Gilchrist P.A. 777 Brickell Avenue, Suite 1114 Miami, FL 33131

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

Robert H. Thornburg

ARTICLE IV:

MANAGING MEMBER

The name and address of the managing member of BeneFITness LLC is as follows:

Jose F. Cartaya III, MGMR 7000 SW 63 Avenue South Miami, FL 33143

ARTICLE V:

EFFECTIVE DATE

The effective date of incorporation shall be June 17-2009

José F. Cartaya ILF 6

(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.)