

FROM : THE STRATEGIC COUNSEL
Division of Corporations

FAX NO. : 8132863600

Jul. 09 2009 10:56AM P1

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ZOASOFT, LLC

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JUL 10 2009

EXAMINER

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**ARTICLES OF ORGANIZATION
OF
ZOASOFT, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the Limited Liability Company shall be ZOASOFT, LLC ("Company").

ARTICLE II -- ADDRESS

The principal address of the Company: 8728 Ashworth Drive Tampa, FL 33647 and the mailing address of the Company: 3833 Park Blvd. #29 Palo Alto, CA 94306.

ARTICLE III -- DURATION

The Company shall commence its existence on the 8th day of July 2009.
The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is: Steven P Riley, Esquire 4805 W. Laurel St. Suite 230 Tampa, Florida 33607.

ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional Members shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and on such terms and conditions as shall be determined by all the Members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the Members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

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ARTICLE VI – MEMBERS' RIGHT TO CONTINUE BUSINESS

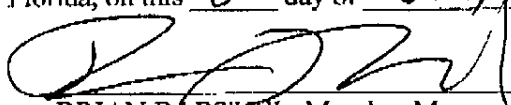
The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by majority vote of all the remaining Members.

ARTICLE VII – MANAGEMENT

The Company shall be managed by the Members in accordance with regulations adopted by the Members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names and addresses of the Members of the Company are as follows:

1. BRIAN BARTHEL (Member Manager); 3833 Park Blvd. #29 Palo Alto, CA 94306

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization in Tampa, Florida, on this 8th day of July, 2009.


BRIAN BARTHEL, Member Manager

STATE OF ~~FLORIDA~~ California

COUNTY OF ~~HILLSBOROUGH~~ Santa Clara

BEFORE ME the undersigned authority, personally appeared BRIAN BARTHEL, ~~proved known~~ to me to be the person described in, and whose name is subscribed to the foregoing document, who stated to me on oath that he executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this 8th day of July, 2009.

(Seal)



Theresa Poon
Notary Public-State of ~~Florida~~

Printed Name: Theresa Poon

Commission #: May 2, 2010 #1663168

My Commission Expires: _____

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, STEVEN P. RILEY, Esquire, hereby accept designation as Registered Agent on this 31st day of March 2009.


STEVEN P. RILEY, Esquire


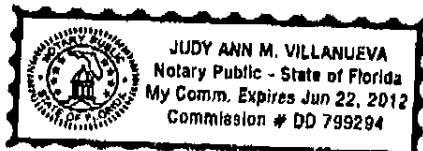
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME the undersigned authority, personally appeared STEVEN P. RILEY, Esquire, known to me to be the person described in, and whose name is subscribed to the foregoing document, who stated to me on oath that he executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this 9th day of July 2009.

(Seal)


Notary Public-State of Florida
Printed Name: Judy Ann M. Villanueva
Commission #: DD 799294
My Commission Expires: June 22, 2012

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