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From: Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.  
Account Number : 076624003440  
Phone : (305) 444-6226  
Fax Number : (305) 442-4829

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**FLOCK HOLDINGS, LLC.**

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**EXAMINE**

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ARTICLES OF ORGANIZATION

OF

FLOCK HOLDINGS, LLC.

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I  
NAME

The name of this Limited Liability Company is: FLOCK HOLDINGS, LLC.

ARTICLE II  
GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III  
TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE IV  
ADDRESS

The principal office and mailing address of this Limited Liability Company in the State of Florida is 2601 S. BAYSHORE DRIVE, SUITE 235, MIAMI, FL 33133. The Board of Managers may from time to time move the principal office to another address in Florida.

ARTICLE V  
REGISTERED OFFICE, REGISTERED AGENT

That FLOCK HOLDINGS, LLC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates ARAZOZA & FERNANDEZ-FRAGA P.A., as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

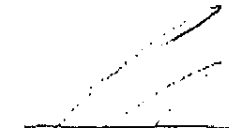
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ARTICLE VI  
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company. This Limited Liability Company shall, if voted by the Members, have not less than one manager, however, the number of managers may be increased or diminished from time to time by a unanimous vote of the members, but shall never be less than one.

WITNESS the hand and seal of the Authorized Representative of Manager in Miami-Dade County, State of Florida, this 18 day of September, 2009.

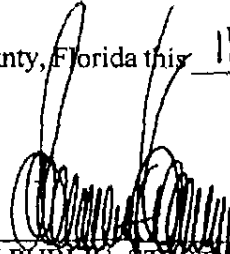
  
\_\_\_\_\_  
Carlos F. Arazoza  
Authorized Person

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF MIAMI-DADE    )

PERSONALLY appeared before me, Carlos F. Arazoza, the Authorized Representative of the Manager of FLOCK HOLDINGS, LLC., for and on behalf of the Company, who is personally known to me, who being by me first duly sworn, acknowledge that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami-Dade County, Florida this 18 day of September, 2009.

NOTARY PUBLIC-STATE OF FLORIDA  
Laura Kohn  
Commission #DD770888  
Expires: MAY 16, 2012  
BONDED TERU ATLANTIC BONDING CO., INC.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My commission expires:

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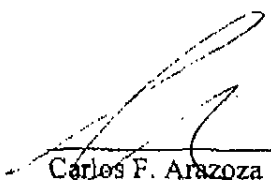
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That FLOCK HOLDINGS, LLC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, designates ARAZOZA & FERNANDEZ FRAGA P.A., as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT

  
Carlos F. Arazoza

Director

Arazoza &amp; Fernandez-Fraga P.A.

Date: September 18, 2009

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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