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Behar Springs, LLC

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FEB - 1 2010

EXAMINER

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ARTICLES OF ORGANIZATION

OF

BEHAR SPRINGS, L.L.C.

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I

Name

The name of the limited liability company (hereinafter referred to as the "Company") is "Behar Springs, LLC".

ARTICLE II

Nature of Business and Address

The Company is organized for the purpose of transacting any or all lawful business.

The mailing and street address of the principal office of the Company is:

1525 North Park Drive
Weston, FL 33026

ARTICLE III
Registered Agent

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

Richard Sarafan, Esquire
Genovese Joblove & Battista, P.A.
44th Floor
100 SE 2nd Street
Miami, FL 33131

ARTICLE IV
Management

Managed by Members. This Company shall be managed by its members.

ARTICLE V
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Admission of Additional Members

New owners who take their interest directly from the Company will be admitted as members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all members or as otherwise provided in the Operating Agreement of the Company.

ARTICLE VI
Membership Certificates

Each member's interest in the Company shall be evidenced by a membership certificate. The amount of capital which the initial member has contributed as the initial capital contribution is One Thousand (\$1,000) Dollars. Additional capital contributions may be received and membership interests issued at such times and in such amounts as may be determined and allowed as provided in the Operating Agreement of the Company.

ARTICLE VII
Members' Rights to Continue Business

The remaining members of the Company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in this Company. The Company shall terminate upon the consent of all members or as otherwise provided in accordance with the terms of the Operating Agreement.

ARTICLE VIII
Limitation on Agency Authority of Members

Pursuant to section 608.4235 of the Florida Limited Liability Company Act (the "Act") no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE IX
Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Company must be in writing and signed by all of the members.

ARTICLE X
Amendment

This Company reserves the right to amend these Articles of Organization in accordance with the Act.

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ARTICLE XI
Existence and Duration of Company

The existence of the Company shall commence on the date these Articles of Organization are signed as set forth below. The duration of the Company shall be perpetual.

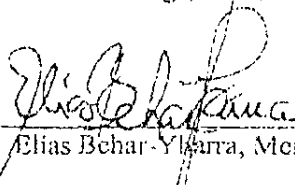
IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 26th day of January, 2010.

Sole Member:

Behar Holdings, Ltd.,

By: Behar Holdings, L.L.C, its General Partner

By:

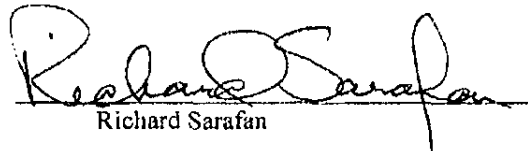


Elias Behar Ybarra, Member

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Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed Florida Limited Liability Company named in the foregoing Articles of Organization.


Richard Sarafan

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