

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L10000018237
FILED 8:00 AM
February 17, 2010
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:
UPGRADE TRAVEL LLC

Article II

The street address of the principal office of the Limited Liability Company is:
303B ANASTASIA BLVD STE 110
SAINT AUGUSTINE, FL. US 32080

The mailing address of the Limited Liability Company is:
303B ANASTASIA BLVD STE 110
SAINT AUGUSTINE, FL. US 32080

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
LADY BLUE CONSULTING INC.
4255 US HWY 1 S STE 18-B19
SAINT AUGUSTINE, FL. 32086

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.

Registered Agent Signature: GWEN LARRETT

Article V

The name and address of managing members/managers are:

Title: MGRM
SOFIA KALLER
303B ANASTASIA BLVD STE 110
SAINT AUGUSTINE, FL. 32080 FL

Title: MGRM
JEFF KALLER
303B ANASTASIA BLVD STE 110
SAINT AUGUSTINE, FL. 32080 FL

Article VI

The effective date for this Limited Liability Company shall be:

02/15/2010

Signature of member or an authorized representative of a member

Signature: SOFIA KALLER

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