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COX AND NICI

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Division of Corporations

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Florida Department of State
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Fax Number : (850) 617-6383

From: Account Name : COX & NICI
Account Number : I20000000223
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FLORIDA/FOREIGN LIMITED LIABILITY CO.
ProSpa Management, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

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EXAMINER

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Help

ARTICLES OF ORGANIZATION
OF
PROSPA MANAGEMENT, LLC

ARTICLE I
NAME

The name of this Limited Liability Company is ProSpa Management, LLC (the "Company").

ARTICLE II
DURATION

The period of duration for the Company is perpetual.

ARTICLE III
ADDRESS

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

1165 8th Street S.
Naples, Florida 34102

ARTICLE IV
REGISTERED OFFICE AND AGENT

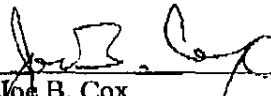
The initial registered office of this Company shall be c/o Cox & Nici, 1185 Immokalee Road, Suite 110, Naples, Florida 34110, and its initial registered agent at such office shall be Joe B. Cox, Esq.

ARTICLE V
MANAGEMENT

The Company is to be a Manager-Managed company and the name and address of the elected Manager who shall serve as Manager until the first annual meeting or until his successor is chosen is:

Paul Schryver
1165 8th Street S.
Naples, Florida 34102

Dated effective as of February 23, 2010.



Joe B. Cox
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

1. The name of the Company is ProSpa Management, LLC
2. The name and address of the registered agent and office is:

Joe B. Cox, Esq.
c/o Cox & Nici
1185 Immokalee Road, Suite 110
Naples, Florida 34110

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 of the Florida Statutes.

Dated: effective as of February 23, 2010

By: _____

Joe B. Cox

Initial Registered Agent

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