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**FLORIDA LIMITED LIABILITY CO.**  
**BioFloral Florida LLC**

Certificate of Status	1
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C. LEWIS  
AUG -2 2010  
EXAMINER

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
BioFloral Florida LLC

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### Article II. Address

The street and mailing address of the Company's initial principal office is:  
BioFloral Florida LLC  
751 Pine Drive, #206  
Pompano Beach FL 33060

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Allen H. Libow, Esq.  
3351 NW Boca Raton Boulevard  
Boca Raton FL 33486

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Udolf & Libow LLP  
3351 NW Boca Raton Boulevard  
Boca Raton FL 33486  
561-843-0867

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

Steven D'Ambrosio  
751 Pine Drive, #206  
Pompano Beach FL 33060  
751 Pine Drive, #206  
Pompano Beach FL 33060

Article VII. Company Existence

The Company's existence shall begin effective as of July 30, 2010.

The undersigned authorized representative of a member executed these Articles of Organization on July 30, 2010.



UDOLF & LIBOW LLP

by Veronica Paez as attorney-in-fact

Udolf & Libow LLP  
3351 NW Boca Raton Boulevard  
Boca Raton FL 33486  
561-843-0867

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

BioFloral Florida LLC

REGISTERED AGENT/OFFICE:

Allen H. Libow, Esq.  
3351 NW Boca Raton Boulevard  
Boca Raton FL 33486  
UNITED STATES

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
ALLEN H. LIBOW, ESQ

by Diana Urrego as attorney-in-fact

Date: July 30, 2010.

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