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FLORIDA LIMITED LIABILITY CO.
PRICELESS HEALTH ORGANICS, LLC

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**ARTICLES OF ORGANIZATION
OF
PRICELESS HEALTH ORGANICS, LLC**

The undersigned, CLAUS D. KAZENMAIER, as Manager of BAXTER PROPERTIES, LLC, a member of PRICELESS HEALTH ORGANICS, LLC, hereby presents these Articles of Organization as the Articles of Organization of PRICELESS HEALTH ORGANICS, LLC, a limited liability company formed under the provisions of Chapter 608, Florida Statutes.

ARTICLE I - NAME

The name of the limited liability company is:

PRICELESS HEALTH ORGANICS, LLC

This limited liability company is referred to in these articles of organization as the "Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The initial mailing and street address of the principal office of the Company is 174 Watercolor Way #295, Santa Rosa Beach, FL 32459.

ARTICLE III - PURPOSES AND POWERS

This Company is organized for the single purpose of planting, growing, producing, and selling organic and hydroponic vegetables, and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

The date for commencement of the Company's existence shall be the date these Articles of Organization are filed with the Florida Secretary of State. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the registered office of the Company is 174 Watercolor Way #295,

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Santa Rosa Beach, FL 32459, and the name of the registered agent at that address is Robbie P. Kazenmaier.

ARTICLE VI - AMENDMENT

These Articles of Organization or any amendment thereto may be amended in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization on the date set forth below.

MEMBER:

Baxter Properties, LLC

By: *Claus D. Kazenmaier*

Claus D. Kazenmaier, Its Manager

Date: *January 27*, 2011.REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of PRICELESS HEALTH ORGANICS, LLC. I am familiar with and accept the duties and obligations of such designation.

Robbie P. Kazenmaier
ROBBIE P. KAZENMAIER

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