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Division of Corporations

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FLORIDA LIMITED LIABILITY CO.
GPS Recycling, LLC

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EXAMINER

MAR 02 2011

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**ARTICLE I - Name:**

The name of the Limited Liability Company is:

GPS RECYCLING, LLC

ARTICLE II - Address:

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

6340 N.W. 25th Way
Boca Raton, Florida 33496

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature

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

LAMONT NEIMAN INTERIAN & BELLET, P.A.
New World Tower-Suite 801
100 N. Biscayne Boulevard
Miami, Florida 33132

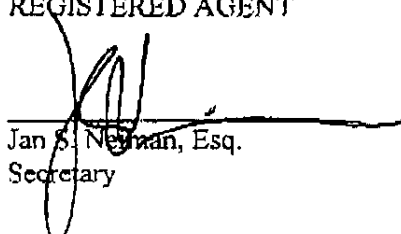
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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent as provided for in Chapter 608, F.S..

REGISTERED AGENT


Jan S. Neiman, Esq.
Secretary

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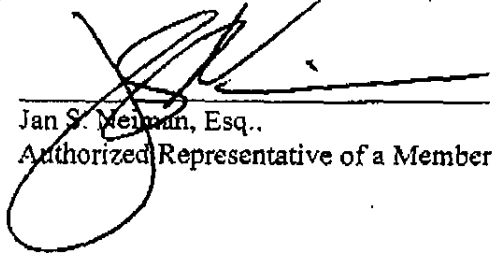
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ARTICLE IV - Management:

The Limited Liability Company is to be managed by one or more managers and is therefore a manager - managed company.

The initial managers for the company shall be Steve Nalaboff and Philip Epstein.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Jan S. Neiman, Esq..
Authorized Representative of a Member

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