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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL

Account Number : 110432003053

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: (561)694-8107 : (561)694-1639

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### FLORIDA LIMITED LIABILITY CO.

Zivair Holdings, LLC

Certificate of Status	1		
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C. LEWIS

APR 28 2011

**EXAMINER** 

#### H11000115786

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## SECRETARY OF STATE

#### ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: Zivair Holdings, LLC

#### Article II. Address

The street and mailing address of the Company's initial principal office is: Zivair Holdings, LLC 2200 SW 10th St Deerfield Beach FL 33442

#### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

#### 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.

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#### Article V. Distribution of Profits

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Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approxed by the extrapolation 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:

7657030 Canada Inc. d/b/a Acquinity Interactive.

Universal-Bio Innovations, LLC

#### Article VII. Company Existence

The Company's existence shall begin effective as of April 27, 2011.

The undersigned authorized representative of a member executed these Articles of Organization on 4/27/2011.

CORPORATE CREATIONS INTERNATIONAL INC.

Jim "JP" Perkins Senior Vice President by Valerie Hawk-Donohue as atty-in-fact

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SECRETARY OF STATE TAULAHASSEE FLORIDA

#### STATEMENT OF REGISTERED AGENT

# LIMITED LIABILITY COMPANY: Zivair Holdings, LLC

#### REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 UNITED STATES

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.

CORPORATE CREATIONS NETWORK INC.

Valerie Hawk-Donohue, Special Secretary

Date: April 27, 2011.

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107