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FLORIDA LIMITED LIABILITY CO.
Taxpeace, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

TAXPEACE, LLC

a Florida Limited Liability Company

ARTICLE I
NAME

The name of this limited liability company is "TAXPEACE, LLC" (the "*Company*").

ARTICLE II
MAILING AND STREET ADDRESS

The mailing and street address of the principal office of the Company is as follows:

c/o Vasallo Sloane, P.L.
Attention: Christopher D. Vasallo, Esq.
12394 S.W. 82nd Avenue
Pinecrest, Florida 33156

ARTICLE III
COMMENCEMENT OF COMPANY'S EXISTENCE

In accordance with Section 608.409(1), Florida Statutes, the Company's existence shall be deemed to have commenced on the date on which these Articles of Organization are filed with the Florida Department of State.

ARTICLE IV
REGISTERED AGENT

The address of the initial registered office and the registered agent of the Company at such address is as follows:

Christopher D. Vasallo, Esq.
Vasallo Sloane, P.L.
12394 S.W. 82nd Avenue
Pinecrest, Florida 33156

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**ARTICLE V
MANAGEMENT**

The Company shall be a manager-managed company. The Managers shall be elected from time to time in accordance with the Operating Agreement of the Company in effect from time to time. The initial Managers shall be:

Christopher D. Vasallo
Kethe Ciccione

**ARTICLE VI
APPLICABLE LAW**

The Company is created pursuant to Chapter 608, Florida Statutes, and shall be governed by the laws of the State of Florida.

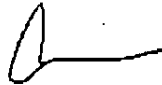


Christopher D. Vasallo
Authorized Representative

**ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement of acceptance of designation as registered agent for the Company:

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608 of the Florida Statutes.



Christopher D. Vasallo

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