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DOWNEY SPRINGS LLC

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T. HAMPTON

JUL 20 2011

EXAMINER

ARTICLES OF ORGANIZATION  
OF  
DOWNEY SPRINGS LLC  
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Professional Limited Liability Company Act, Chapters 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I  
NAME

The name of the limited liability company is Downey Springs LLC (hereinafter, the "Company").

ARTICLE II  
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 700 S. Federal Highway, Suite 200, Boca Raton, FL 33432.

ARTICLE III  
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent are SG Registered Agent LLC, 700 S. Federal Highway, Suite 200, Boca Raton, Florida 33432.

ARTICLE IV

The name and address of the Company's manager are:

Mike Rogers  
20 Hidden Forest Dr.  
Cedar Valley, ON  
Canada L0G 1E0

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 19 day of July, 2011.

Downey Springs LLC

  
Steven Z. Garellek  
Authorized Representative

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for Downey Springs LLC at the place designed in Article III of the Articles of Organization, 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 its duties, and is familiar with and accept the obligations of the position as registered agent as provided for in Chapter 608, F.S.

Steven Z. Garellek

Dated:   
July 19, 2011FILED  
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