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Division of Corporations

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FLORIDA LIMITED LIABILITY CO.  
ANGEL AQUARIUMS, LLC.

Certificate of Status	1
Certified Copy	0
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**ARTICLES OF ORGANIZATION  
OF  
ANGEL AQUARIUMS, LLC.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I – Name**

The name of the Limited Liability Company is ANGEL AQUARIUMS, LLC. (the "Company").

**ARTICLE II – Address**

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

1197 Grandview Circle  
Royal Palm Beach, FL 33411

**ARTICLE III – Duration**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV – Registered Agent and Registered Office**

The name and street address of the registered agent and registered office of the Company in the State of Florida is William Carley, 1197 Grandview Circle, Royal Palm Beach, Florida, 33411.

**ARTICLE V – Capital Contributions**

Capital contributions in cash or in kind shall be paid to the Company by the members in such amounts as the Managing Members shall determine.

**ARTICLE VI – Additional Capital Contributions**

Each member shall make additional capital contributions to the company only upon the unanimous consent of the Managing Members.

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**ARTICLE VII – Admission of New Members**

No additional members shall be admitted to the Company except with the unanimous written consent of the Managing Members of the Company and upon such terms and conditions as shall be determined by the Managing Members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless the Managing Members of the Company approve of the proposed transfer by unanimous written consent. The initial members of the Company is as follows:

William Carley  
1197 Grandview Circle  
Royal Palm Beach, FL 33411

**ARTICLE VIII – Termination of Existence**

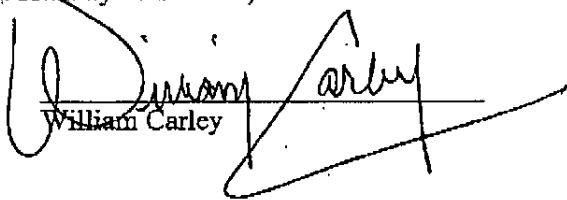
The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

**ARTICLE IX – Management**

The Company shall be managed by a manager or managers in accordance with regulations (the "Operating Agreement") adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial managers of the Company is:

William Carley  
1197 Grandview Circle  
Royal Palm Beach, FL 33411

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Palm Beach Gardens, Florida this 3rd Day of October, 2011.

  
William Carley

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Registered Agent Acceptance

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By:

William Carley

Date: October 3, 2011

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