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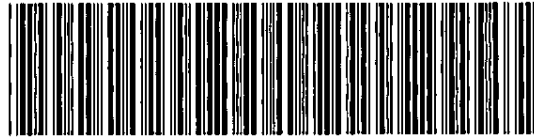
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 015596 9539A

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 155.00

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ORDER DATE : December 6, 2011

ORDER TIME : 1:25 PM

ORDER NO. : 015596-005

CUSTOMER NO: 9539A

DOMESTIC FILING

NAME: NEXGEN HOLDINGS, L.L.C.

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Becky Peirce - EXT. 2919

EXAMINER'S INITIALS: \_\_\_\_\_

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**ARTICLES OF ORGANIZATION  
OF  
NexGen Holdings, L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **NexGen Holdings, L.L.C.**, and its principal office shall be located at **11380 Prosperity Farms Road, Suite 201, in the City of Palm Beach Gardens, County of Palm Beach, State of Florida 33410**, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II. PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or

any of the purposes, enumerated in these Articles and otherwise granted or permitted by law on behalf of the L.L.C., or while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and to perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not be authorized to carry on, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III. EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### **ARTICLE IV. MANAGEMENT**

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

**SAM A. STEPHENS**

**Managing Member**

**DALE HANSON**

**Member**

KUMAR GURSAHANEY

Member

#### ARTICLE V. MEMBERSHIP RESTRICTIONS

Unless otherwise set forth in a written agreement signed by all of the members, members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined by the existing members in writing as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with the written consent of all members except as may otherwise set forth in a written agreement signed by all of the members.

Except as otherwise set forth in a written agreement signed by all of the members, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI. CAPITAL CONTRIBUTIONS

Capital contributions/cash shall be paid to the limited liability company by the members in shares proportionate to the percentage ownership interest of each member unless otherwise specifically set forth in a written agreement signed by all of the members. Additional contributions will be made as required for investment purposes, as determined by written consent of all of the members. Members will make contributions in proportionate shares unless otherwise specified in a written agreement signed by all of the members.

#### ARTICLE VII. PROFITS AND LOSSES

(a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to a proportionate distributive share of the profits in proportion to the member's ownership interest unless otherwise set forth in a written agreement signed by all of the members.

(b) *Losses.* Unless otherwise set forth in a written agreement signed by all of the members, all losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in shares proportionate to the ownership of each member.

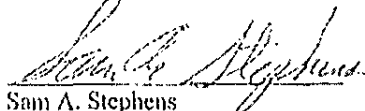
#### ARTICLE VIII. DURATION

This limited liability company shall exist perpetually or until sooner dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

#### ARTICLE IX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 11380 Prosperity Farms Road, Suite 201, Palm Beach Gardens, Palm Beach County, State of Florida 33410, and the name of the company's initial registered agent at that address is George E. Harris, Attorney. The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of NexGen Holdings L.L.C.

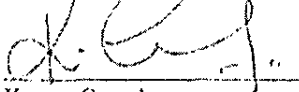
Executed by the undersigned at Palm Beach Gardens, Florida on the 5th day of December, 2011.



Sam A. Stephens  
610 Clematis Street, Apt. 810  
West Palm Beach, FL 33401




Dale Hanson  
112 Ashford Drive  
Winter Springs, FL 32708



Kumar Gursahaney  
620 Rosa Court  
Palm Beach Gardens, FL 33410

State of Florida  
County of Palm Beach

 LINDA M. HARRIS  
MY COMMISSION # EE 094309  
EXPIRES: May 15, 2015  
Bonded Thru Notary Public Underwriters