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Division of Corporations

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FLORIDA LIMITED LIABILITY CO.

Adipocyte, LLC

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**ARTICLES OF ORGANIZATION
OF ADIPOCYTE, LLC**

The undersigned organizer, who is the authorized representative of the member(s) of ADIPOCYTE, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The Name of the Company is **ADIPOCYTE, LLC**.

ARTICLE II - EFFECTIVE DATE

The effective date of the company shall be December 5th, 2011.

ARTICLE III - PRINCIPAL OFFICE

The mailing address of the Company is 112 Sawtooth Lane, Ormond Beach, Florida 32174 and the street address of the principal office of the Company is 112 Sawtooth Lane, Ormond Beach, Florida 32174.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and street address of the registered agent is Snell Legal, 160 E. Granada Boulevard, Ormond Beach, Florida 32176.

ARTICLE V - MANAGEMENT

The Company shall be managed by a manager and is, therefore, a manager-managed limited liability company. The initial manager of the Company shall be:

Anne Vuillemin Rabeaux

ARTICLE VI - MEMBER(S)

The initial member(s) of the Company shall be:

Anne Vuillemin Rabeaux, MGRM
112 Sawtooth Lane, Ormond Beach, Florida 32174

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization on the 5th day of December 2011.



Anne Vuillemin Rabeaux
Member/Manager

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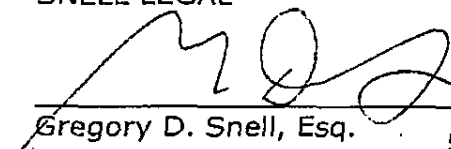
**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is ADIPOCYTE, LLC.
2. The name and the Florida Street address of the registered agent and office are Snell Legal, 160 E. Granada Boulevard, Ormond Beach, Florida 32176.

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company and the place designated in this certificate, Snell Legal hereby accepts the appointment as registered agent and agrees to act in this capacity. Snell Legal further agrees to provide company with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

SNELL LEGAL


Gregory D. Snell, Esq.Date: December 8th, 2011

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