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Email Address: jKelly@penningtonlaw.com

FLORIDA LIMITED LIABILITY CO.  
Cherishome Acquisitions Company

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B. BOSTICK

JUN 14 2012

EXAMINER  
6/8/2012

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**ARTICLES OF ORGANIZATION**  
**OF**  
**CHERISHOME ACQUISITIONS COMPANY LLC**

**ARTICLE I****Name**

The name of this limited liability company is Cherishome Acquisition Company LLC (the "Company").

**ARTICLE II****Existence**

The Company shall have perpetual existence.

**ARTICLE III****Purpose**

This Company is created for any lawful purpose (except that special statutes for the regulation and control of specific types of businesses shall control when in conflict herewith) and for the benefit of its members and such business as may be agreed on by its members.

**ARTICLE IV****Registered Agent and Address**

The mailing and street address of the principal office of the Company shall be 1090 Don Mills Road, Suite 400, Toronto, Ontario M3C 3R6 and such other place or places as may be designated by the Manager from time to time. The name and address of the initial registered agent of the Company shall be Pennington, Moore, Wilkinson, Bell & Dunbar, P.A., 2701 N. Rocky Point Drive, Suite 900, Tampa, Florida 33607, c/o Christian F. O'Ryan.

**ARTICLE V****Initial Members**

The initial members of the Company shall have the right to admit additional members upon the following terms and conditions:

1. Said members must wish to associate themselves with the Company for the business purposes stated;
2. Said members must pay an initial capital contribution in an amount to be established by the existing members of the Company; and
3. The death, retirement, resignation, expulsion, bankruptcy or dissolution

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of a member of the Company, or the occurrence of any other event which terminates the continued membership of a member in the Company shall not result in the dissolution of the Company. Rather, the remaining members of the Company shall have the right to continue the business of the Company notwithstanding the foregoing events.

**ARTICLE VI**  
**Effective Date of Company**

The Effective Date of the existence of the Company shall commence on the date of execution and acknowledgment of these Articles of Organization, provided that these Articles of Organization are filed with the State of Florida Department of State within five (5) business days of such date. Otherwise, corporate existence shall commence on the date of filing of these Articles of Organization.

IN WITNESS WHEREOF, for the purpose of forming a limited liability company under the laws of the State of Florida, the undersigned executed these Articles of Organization on this 8<sup>th</sup> day of June, 2012.

By: 

Christian F. O'Ryan, Esq.  
Authorized Representative

**ACCEPTANCE**

Having been named as Registered Agent for **Cherishome Acquisition Company LLC**, I hereby state that I am familiar with and accept the duties and responsibilities of the position of Registered Agent for the Company.

Pennington, Moore, Wilkinson, Bell & Dunbar, P.A.

By: 

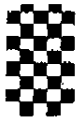
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June 11, 2012

FLORIDA DEPARTMENT OF STATE

Division of Corporations

PENNINGTON, MOORE, WILKINSON, BELL & DUNBAR, P.A.

SUBJECT: CHERISHOME ACQUISITIONS COMPANY  
REF: W12000031479

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of a limited liability company must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The word "Limited" may be abbreviated as "Ltd." and the word "Company" may be abbreviated as "Co." The following suffixes are no longer acceptable: "Limited Company," "L.C.," and "LC." Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Barbara Bostick  
Regulatory Specialist II

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