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(Requestor's Name)		
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C. LEWIS

SEP 2 6 2012

EXAMINER

COVER LETTER

TO:	TO: Registration Section Division of Corporations				
SHBJE	CCT: U.S. Assets Group III,	LLC			
OODIL	Name of Limited Liability Company				
The end	closed Articles of Organization and fec(s) are	submitted for filing.			
Please r	return all correspondence concerning this ma	ter to the following:			
	Steven Brown				
••		Name of Person			
•	Firm/Company				
	1800 Second Street, Suite 806				
		Address			
5	Sarasota, Florida 34236				
	Ci	ty/State and Zip Code			
-	E-mail address: (to be used	for future annual report notification)			
For furt	ther information concerning this matter, pleas	e call:			
S	teven Brown	at (941 378-3983 Area Code & Daytime Telephone Number			
Enclos	ed is a check for the following amount:				
\$125,00	Filing Fee \$\int \\$130.00 Filing Fee & Certificate of Status	\$155.00 Filing Fee & \$160.00 Filing Fee, Certified Copy Certificate of Status & Certified Copy (additional copy is enclosed)			
	Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street/Courier Address Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301			

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICI	ÆΙ	- Nam	e:
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The name of the Limited Liability Company is:

U.S. Assets Group III, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address: .

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

Principal Office Address:

Mailing Address:

1800 Second Street, Suite 806

Sarasota, Florida 34236

1800 Second Street, Suite 806 Sarasota, Florida 34236

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature: (The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are: 100 to 100

Steven Brown

Name

1800 Second Street, Suite 806

Florida street address (P.O. Box NOT acceptable)

Sarasota, Florida 34236 FL

City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 as provided for in Chapter 608, F.S..

Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

SECRETARY OF STATE OIVISION OF RPORATION

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ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

<u>Title:</u> "MGR" = Manager	Name and Address:
"MGRM" = Managing Member	
MGRM	U.S. Assets Group, Inc. (c/o Thomas Brown, Pres.) 1800 Second Street, Suite 806
	Sarasota, Florida 34236
MGRM	Sapphire Shores Investments, inc. (c/o Steven Brown, Pres.)
	1800 Second Street, Suite 806
	Sarasota, Florida 34236
	<u> </u>

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: September 17, 2012 . (OPTIONAL) (If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true, I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Steven Brown, President, Sapphire Shores Investments, Inc.

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent \$ 30.00 Certified Copy (Optional)