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Division of Corporations

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XING YUN LLC

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**ARTICLES OF ORGANIZATION OF
XING YUN LLC**

The undersigned hereby subscribes these Articles of Organization for the purposes of organizing a limited liability company under the laws of the State of Florida.

**I.
NAME**

The name of the limited liability company is Xing Yun LLC (the "Company").

**II.
MAILING ADDRESS AND PRINCIPAL OFFICE.**

The mailing address and principal office address of this Company shall be 2950 SW 27th Avenue, Miami, FL 33133.

**III.
REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent of this Company shall be Alfredo D. Xiques whose business address is 2950 SW 27th Avenue, Suite 300, Miami, Florida 33133 which shall be the registered office of this limited liability company.

**IV.
MANAGEMENT BY MANAGER**

This Company shall be manager-managed company. The initial Manager of the Company shall be:

Janneth Garcia Carrillo
c/o Alfredo D. Xiques
2950 SW 27 Avenue, Suite 300
Miami, FL 33133

Manager

Alfredo D. Xiques, Organizer

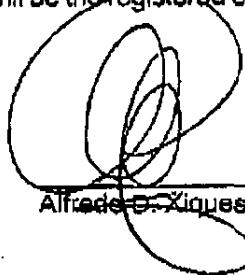
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**STATEMENT OF ACCEPTANCE
OF
REGISTERED AGENT OF
XING YUN LLC**

In accordance with the Florida Limited Liability Company Act, sections 608.407(1)(d) and 608.415(2), the undersigned hereby accepts the appointment as registered agent of the above captioned limited liability company. The registered agent further acknowledges that 2950 SW 27th Avenue, Suite 300, Miami, Florida 33133 is the business office address of the registered agent, which will be the registered office of the limited liability company for the service of process.

Date: December 5, 2012



Alfredo S. Xiques

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