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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : CORPORATE ACCESS, INC.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FLORIDA LIMITED LIABILITY CO.
BLUE MARTINI FRANCHISING, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
BLUE MARTINI FRANCHISING, LLC
a Florida Limited Liability Company

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

1. NAME. The name of the Limited Liability Company is BLUE MARTINI FRANCHISING, LLC (the "Company").

2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing address for the Company is 477 S. Rosemary Avenue, Suite 309, West Palm Beach, Florida 33401.

3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is Byron Gardiner, 477 S. Rosemary Avenue, Suite 309, West Palm Beach, Florida 33401.

4. The undersigned has executed these Articles of Organization on the 19th day of December, 2013.

By: 
Byron Gardiner, Authorized Representative

4892-0961-9072.1

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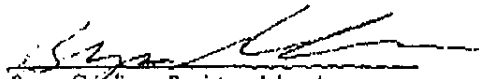
**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 604.415, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN
THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: BLUE MARTINI
FRANCHISING, LLC.
2. The name and address of the registered agent and office is:

Byron Gardiner
477 S. Rosemary Avenue, Suite 309
West Palm Beach, Florida 33401

*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 its 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.*


Byron Gardiner, Registered Agent

12/20/13
(Date)

1632-0961-3072.1

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