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Division of Corporations Fax Number : (850)617-6381

From:

Account Name : SHUTTS & BOWEN LLP (ORLANDO) Account Number : I20030000004 Phone : (407)835-6769 Fax Number : (407)843-4076

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

SOFRESH FRANCHISING, LLC

ARTICLE II - Street Address

The street address of the principal office of the Limited Liability Company is as follows:

2311 West Morrison Avenue, #5 Tampa, FL 33629

ARTICLE III - Mailing Address

The mailing address of the principal office of the Limited Liability Company is as follows:

2311 West Morrison Avenue, #5 Tampa, FL 33629

ARTICLE IV - Management

The Company shall be managed by its sole member, and is thus a member-managed limited liability company. The sole member shall initially be SoFresh Holdings, LLC.

ARTICLE V - Registered Agent and Office and Registered Agent's Signature

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

CORPORATION COMPANY OF ORLANDO 300 South Orange Avenue Suite 1600 (SAR) Orlando, Florida 32801

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 appendment 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 datas, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statues.

John I. Williams, III, as Authorized Representative

(In accordance with accision 605 0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated hereas are true. I are aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in a \$17.155, Florida Statutes)

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