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Email Address: Cynthia.Montgomery@gray-robinson.com

FLORIDA LIMITED LIABILITY CO.  
Shmoople Holdings, LLC

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EXAMINER

**ARTICLES OF ORGANIZATION**

of

**SHMOOPLE HOLDINGS, LLC**

Pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I - NAME**

The name of the limited liability company (the "Company") shall be: **SHMOOPLE HOLDINGS, LLC.**

**ARTICLE II - ADDRESS**

The mailing address and the street address of the principal office of the Company is 4404 Bay Oaks Lane, Jacksonville, Florida 32223.

**ARTICLE III  
REGISTERED AGENT**

The initial registered office of the Company shall be 50 North Laura Street, Suite 1100, Jacksonville, Florida 32202, and its initial registered agent at such office shall be Cynthia M. Montgomery, Esq.

**ARTICLE IV  
ADDITIONAL MEMBERS**

Additional members (as the term "member" is defined in § 608.402(21) of the Act) may be admitted at such times and on such terms and conditions as provided in the Operating Agreement.

**ARTICLE V  
MANAGEMENT OF THE COMPANY**

The Limited Liability Company will be a managed by one of more members and is, therefore, a member-managed company in accordance with and subject to the requirements of the Act and the Operating Agreement of the Company.

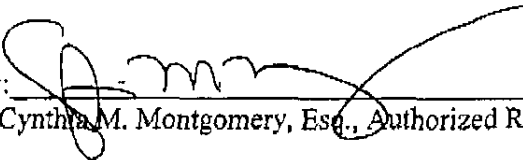
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**AUTHORIZED REPRESENTATIVE'S SIGNATURE**

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.

**SHMOOPLE HOLDINGS, LLC**

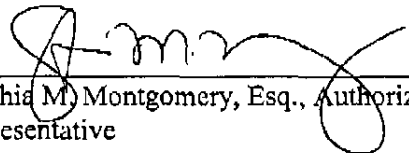
By:   
Cynthia M. Montgomery, Esq., Authorized Representative

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

SHMOOPLE HOLDINGS, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Cynthia M. Montgomery, Esq, as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 50 North Laura Street, Suite 1100, Jacksonville, Florida 32202.

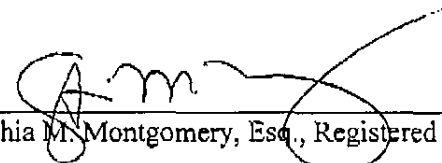
DATED this 18<sup>th</sup> day of April, 2012.

  
Cynthia M. Montgomery, Esq., Authorized Representative

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Having been named as registered agent 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, Florida Statutes.

DATED this 18<sup>th</sup> day of April, 2012.

  
Cynthia M. Montgomery, Esq., Registered Agent

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