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Florida Department of State
Division of Corporations
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From:

Account Name : ANNIS, MITCHELL, COCKEY, EDWARDS, & ROHN, P.A.
Account Number : 071600002745
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LIMITED LIABILITY COMPANY

Spank Band, L.L.C.

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STATE OF FLORIDA
DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
SPANK BAND, L. L.C.**

1. Name. The name of this limited liability company is Spank Band, L.L.C., a Florida limited liability company (the "Company").
2. Duration. The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State
3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
4. Place of Business. The mailing and street address of the Company's principal office is 4274 Ellen Avenue, Fort Myers, Florida 339901.
5. Registered Agent and Office. The name of the initial registered agent of the Company is Mark Chang. The street address of the initial registered agent of the Company is 4274 Ellen Avenue, Fort Myers, Florida 33901.
6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
7. Management of the Company. The Company shall be managed by a manager or managers in accordance with the regulations adopted by all of the members. The names and addresses of the initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualified, is/are:

Mark Chang
4274 Ellen Avenue
Fort Myers, FL 33901

This Instrument Prepared By:

Samuel J. Hagan
12800 University Drive, Suite 600
Fort Myers, FL 33907
Phone: (941) 489-1776
FL Bar No.: 00668778

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8. Certificated Interests. The members' interests in the Company shall be evidenced by certificates.

The undersigned executed these Articles of Organization effective as of the 4th day of April, 2000.

Mark Chang
Mark Chang, Managing Member

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Mark Chang
Mark Chang, Registered Agent

Dated: 4 - 4, 2000

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STATE OF FLORIDA
CLERK OF SUPERIOR COURT

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