

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L01000000/564

Sprague Capital, LLC

500003617395--8

-01/31/01--01030--027

*****155.00 *****155.00

Art of Inc. File

LTD Partnership File

Foreign Corp. File

☒ L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

☒ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

APPROVE
AND
FILED

01 JAN 31 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
ON BEHALF OF CONNECTION
01 JAN 31 AM 11:14

JB
F-2101

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the Company is Sprague Capital, LLC.

ARTICLE II - Address

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

1600 Via Deluna Dr.
Pensacola Beach, Florida 32561

ARTICLE III - Duration

The period of duration of the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

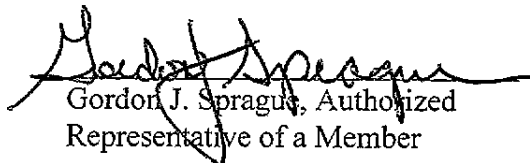
The Limited Liability Company is to be managed by a manager in accordance with the company's operating agreement.

ARTICLE V - Registered Agent

The name and street address of the initial registered agent of the Limited Liability Company are:

David E. Hightower
3 West Garden Street, Suite 700
Pensacola, Florida 32501

1-24-01
Dated


Gordon J. Sprague, Authorized
Representative of a Member

APPROVED
AND
FILED
01 JAN 31 2011:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing Articles of Organization was subscribed and sworn to before me by Gordon J. Sprague, as an authorized representative of a member, on January __, 2001; Gordon J. Sprague is personally known to me.




DAVID E. HIGHTOWER
"Notary Public-State of FL"
Comm. Exp. Dec 26, 2003
Comm. No. CC 998063


NOTARY PUBLIC

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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.

1-24-01
Dated

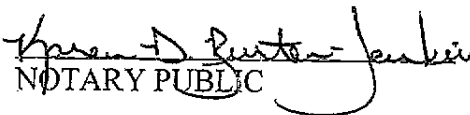

David E. Hightower

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing Registered Agent Acceptance was subscribed and sworn to before me by David E. Hightower on January 24, 2001; David E. Hightower is personally known to me.

-SEAL-

Karen D. Burton-Jenkins
Notary Public-State of FL
Comm. Exp. Feb. 11, 2003
Comm. No. CC 808538


NOTARY PUBLIC

APPROVED
AND
FILED
01 JAN 31 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA