

L040000031217

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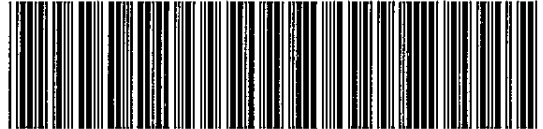
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATION

Handwritten signature/initials

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TALLAHASSEE, FLORIDA



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April 23, 2004

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Spruce Road, L.L.C.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

ARTICLES OF ORGANIZATION

OF

SPRUCE ROAD, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company (the "Company") shall be SPRUCE ROAD, L.L.C.

ARTICLE II - DURATION

The limited liability company shall have perpetual duration.

ARTICLE III – PRINCIPAL PLACE OF BUSINESS AND ADDRESS

The principal place of business and the address of the Company in Florida shall be 519 B, Jones Ave., Suite 5, 2nd Floor, Haines City, Florida 33844, and its mailing address is the same.

ARTICLE IV – PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the registered agent of the Company in the State of Florida is John Murphy, 519 B, Jones Ave., Suite 5, 2nd Floor, Haines City, Florida 33844.

ARTICLE VI - MANAGEMENT

The Company shall be managed by a manager (the "Manager") and the name of the initial Manager is John Murphy. The signature of a Manager of the Company signing on behalf of the Company may be relied on as sufficient evidence of action of the Company and that such action has been authorized by the consent of the Members as provided in the Operating Agreement.

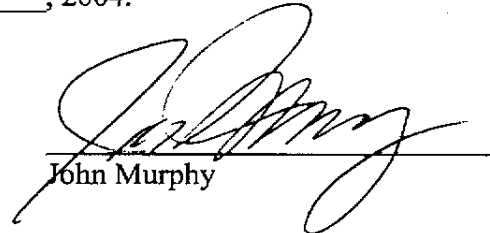
ARTICLE VII - OPERATING AGREEMENT

The members of the Company shall hereafter adopt an Operating Agreement setting forth all

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the terms, provisions, conditions, and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of organization this 22nd day of April, 2004.

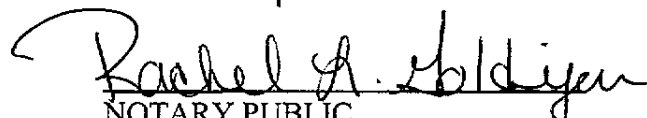

John Murphy

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared John Murphy, who [] is personally known to me or who has produced his Florida Driver's License as identification.

Witness my hand and official seal this 22nd day of April, 2004.

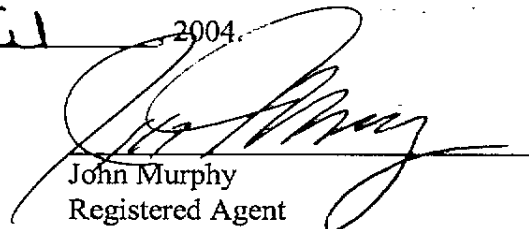



Rachel L. Goldizen
NOTARY PUBLIC
State of Florida at Large
My Commission Number is:

ACCEPTANCE

Having been named to accept service of process for SPRUCE ROAD, L.L.C. at the place designated as state in these Articles of Organization, 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, and I am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

DATED this 22nd day of April, 2004.


John Murphy
Registered Agent