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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

Pellwell, LLC

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MANATEE COUNTY, FLORIDA

ARTICLES OF ORGANIZATION of PELLWELL, LLC

These Articles of Organization are adopted for the purpose of forming a limited liability company under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

ARTICLE ONE: NAME AND ADDRESS

The name of the company is Pellwell, LLC, and its address shall be at 15 Paradise Place, No. 164, Sarasota, FL 34239, until and unless such address is hereafter changed by the Members.

ARTICLE TWO: COMMENCEMENT AND DURATION

The company shall commence its existence upon the filing of these Articles of Organization with the Florida Department of State and it shall exist perpetually thereafter.

ARTICLE THREE: REGISTERED OFFICE AND AGENT

The initial registered agent of the company shall be Marc H. Feldman, whose business office is the same as the registered office of the company, that being 3908 26th Street West, Bradenton, Florida 34205.

By signing below, the registered agent accepts his appointment as registered agent and affirms that: (a) he is a resident of the State of Florida, (b) he will maintain the registered office of the company in Manatee County, Florida, at his business office, above-stated, and (c) he is familiar with and accepts the obligations imposed upon him as registered agent under Florida Law.

ARTICLE FOUR: ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the company except upon the affirmative unanimous vote of all the members of the company, on such terms and conditions as shall be agreed to by all the members.

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ARTICLE FIVE: CONTINUATION OF BUSINESS

The remaining members shall have the right to continue the business of the company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

ARTICLE SIX: MANAGEMENT

The company shall be managed by the members and it shall be a member-managed company.

ARTICLE SEVEN: OPERATING AGREEMENT

The company shall adopt an Operating Agreement by affirmative unanimous vote of all the members of the company, which may thereafter be amended or repealed only upon the affirmative vote of not less than four-fifths of the membership interests.

ARTICLE EIGHT: AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended only upon the affirmative unanimous vote of all the members of the company, and not otherwise.

In Witness Whereof, these Articles of Organization are executed on 4 August 2005 by Marc H. Feldman, as authorized agent for the initial member or members of the company.



Marc H. Feldman

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