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J. BRYAN DEC - 8 2006

Wendy Germeroth
27315 CR 44A
Eustis, FL 32736
Telephone: (352)589-2821

Florida Department of State
Post Office Box 6327
Tallahassee, Florida ~~32304~~ 32314

Attention: Division of Corporations

Re: Articles of Organization For
Shoots2Roots, LLC
(a limited liability company)

Gentlemen:

Enclosed herein please find an original and one copy of properly executed Articles of Organization and Acceptance of Resident Agent for Shoots2Roots, LLC, a limited liability company, for filing. Also, enclosed is our check in the amount of \$180.00, made payable to Florida Secretary of State, to cover the following costs:

Filing Fee for Articles of Organization	\$125.00
Resident Agent Fee	\$ 25.00
Certified Copy Fee	<u>\$30.00</u>
TOTAL	\$180.00

Please forward the certified copy of the Articles of Incorporation to the undersigned at the address set forth above. Thank you for your courteous cooperation.

Sincerely yours,


Mrs. Wendy Germeroth

Enclosure:

Original and one copy of Articles of Organization
Check for Filing Fee

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**ARTICLES OF ORGANIZATION
OF**

Shoots2Roots, LLC

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I

Name and Address

The name of the limited liability company shall be Shoots2Roots, LLC. The mailing and street address of the principle office of the company is 27315 CR 44A, Eustis, FL 32736.

ARTICLE II

Duration

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE III

Purpose

This Company is organized for the purpose of transacting any and all lawful business.

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ARTICLE IV

Registered Office and Agent

The name and street address of the registered agent of the company in the state of Florida is Wendy Germeroth, 27315 CR 44A, Eustis, Florida 32736.

ARTICLE V

Admission of New Members

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the transfer by written consent.

ARTICLE VI

Members Right to Continue Business

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority vote of the remaining members.

ARTICLE VII

Management

The company shall be managed by the members in accordance with the regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

<u>Name</u>	<u>Address</u>
Wendy Germeroth	27315 CR 44A Eustis, FL 32736

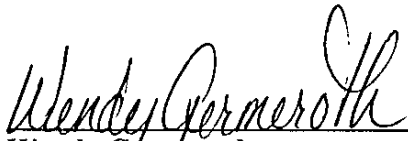
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ARTICLE VII

Amendment

These Articles of Organization may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned organizer executed these Articles of Organization, this 4th day of December, 2006.



Wendy Germeroth

Certificate of Designation of Registered Agent/Registered Office

Under the provisions of F.S. 608.415 or 608.507, Shoots2Roots, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Shoots2Roots, LLC.
2. The name and address of the registered agent in Florida are:

Wendy Germeroth
27315 CR 44A
Eustis, FL 32736

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The undersigned, being the person named in the articles of organization of Shoots2Roots, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated on the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Dated this 11th day of December, 2006.