

Division of Corporations

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Florida Department of State  
Division of Corporations  
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TALLAHASSEE, FLORIDA**FLORIDA/FOREIGN LIMITED LIABILITY CO.****GARY SPENCER, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
GARY SPENCER, LLC**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, sets forth the following:

**ARTICLE I - NAME**

The name of this limited liability company is **GARY SPENCER, LLC** (the "Company").

**ARTICLE II - PERIOD OF DURATION**

The period of duration of the Company shall be from the date of filing these Articles with the Department of State until the first to occur of the following:

- (i) Thirty (30) years from the date of filing of these Articles of Organization with the Department of State, or
- (ii) Dissolution of the Company pursuant to provisions of the Florida Limited Liability Company Act.

**ARTICLE III - MAILING AND STREET ADDRESS  
OF INITIAL PRINCIPAL OFFICE OF COMPANY**

The mailing and street address for the principal office of the Company is 1283 N. Eglin Parkway, Ste. A, Shalimar, Florida 32579.

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**ARTICLE IV - INITIAL REGISTERED AGENT**

The name and street address of the initial registered agent in Florida for the Company is Whitney L. Hipsh, whose address is 1283 N. Eglin Parkway, Ste. A, Shalimar, Florida 32579.

**ARTICLE V - ADDITIONAL MEMBERS**

An interest of a Member of the Company may only be transferred or assigned to such extent as is provided in the Operating Agreement.

**ARTICLE VI - CONTINUITY OF BUSINESS**

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, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained within thirty (30) days thereafter the consent of all the remaining Members of the Company to a continuation thereof.

**ARTICLE VII - MANAGEMENT**

The Company is to be managed by a manager or managers, and is therefore a manager-managed limited liability company. The initial Manager of the Company is Gary Spencer.

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**ARTICLE VIII - AUTHORIZED REPRESENTATIVE**

The name and address of the authorized representative for purposes of executing these Articles of Organization is Whitney L. Hipsh, whose address is 1283 N. Eglin Parkway, Ste. A, Shalimar, Florida 32579.

IN WITNESS WHEREOF, the undersigned has executed these Articles on 23<sup>rd</sup> day of MARCH, 2007, as the authorized representative for the Member(s) of the Company.

By: 

Whitney L. Hipsh

Authorized Representative

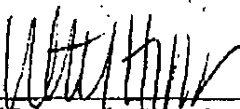
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**ACCEPTANCE BY THE REGISTERED AGENT**

I, Whitney L. Hipsh, hereby accept appointment as Registered Agent for the Limited Liability Company, GARY SPENCER, LLC, and do hereby understand and accept the obligation of the position, and acknowledge my acceptance with my signature below.

Date: MARCH 23, 2007

  
\_\_\_\_\_  
Whitney L. Hipsh  
Registered Agent

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