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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Quarter Track, LLC

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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
QUARTER TRACK, LLC
A Florida Manager-Managed Limited Liability Company**

The undersigned Member does hereby execute these Articles of Organization for the purpose of organizing a Florida Limited Liability Company, pursuant to Chapter 608 of the Florida Statutes:

1. **Name.** The name of the Company is QUARTER TRACK, LLC (the "Company").
2. **Mailing and Street Address; Principal Office.** The mailing and street address of the Company's principal place of business shall be 2101 South Congress Avenue, Delray Beach, FL 33445, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.
3. **Duration.** The Company shall exist from the date of filing these Articles with the Florida Department of State, or the later occurrence of any of the termination events specified in Florida Statute §608.441, or as may be provided in the Operating Agreement adopted by the Members, and its existence shall otherwise be perpetual.
4. **Registered Agent and Office.** The name and address of the registered agent of the Company is Joel T. Strawn, Esq., 54 N. E. Fourth Avenue, Delray Beach, Florida 33483.
5. **Management.** The Company shall be a manager-managed company, within the meaning of 608.402 (19), and initially shall be managed by the following person who shall serve as manager until the first annual meeting of the members or until his successor is elected and qualified, as provided in the Operating Agreement: Joel T. Strawn, Esq.
6. **Additional Members.** Additional members of the Company may be admitted as provided in the Operating Agreement.
7. **Termination of Membership.** If a member of the Company dies, retires, resigns, is terminated, its entity is dissolved, experiences bankruptcy or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may continue the business of the Company.
8. **Indemnification.** To the maximum extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that the person is or was a manager, managing member or officer of the Company or is or was serving at the request of the Company as a manager, managing member, director or officer of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in a manner that the person reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including, without limitation, attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company. The rights accruing to any person under the foregoing provision shall not

exclude any other right to which that person may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

The undersigned, in accordance with Section 608.407(3), being one of the original members of the Company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of QUARTER TRACK, L.L.C.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation, under penalties of perjury, that the facts stated herein are true.

The undersigned executed these Articles of Organization, effective as of the 7th day of March, 2008.



Joel T. Strawn, Member
[Signature of Member or an Authorized representative of a Member]

Joel T. Strawn, Esq. (Florida Bar #095881)
Strawn, Monaghan & Cohen, P.A.
54 Northeast Fourth Avenue
Delray Beach, FL 33483
(561) 278-9400

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent and authorized to accept service of process for QUARTER TRACK, LLC at the place designated in these Articles of Organization, I hereby accept the appointment as registered agent and agree to act in that 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 as provided for in Chapter 608, Florida Statutes.



Joel T. Strawn, Esq.
Date: March 7, 2008