

L090000076610

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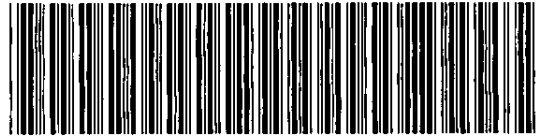
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1. LED FRANCHISING, L.L.C.
(CORPORATE NAME AND DOCUMENT #)
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(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS: _____

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY

LED FRANCHISING, L.L.C.

The undersigned, acting as the sole member of LED Franchising, L.L.C., whose Articles of Organization were originally filed on August 10, 2009 and assigned Florida document number L09000076610, adopts the following Amended and Restated Articles of Organization of LED FRANCHISING, L.L.C.:

ARTICLE I – NAME

The name of the Limited Liability Company is: LED FRANCHISING, L.L.C.

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 3281 Fairlane Farms Road, Suite 1, Wellington, Florida 33414.

ARTICLE III – DURATION

This Limited Liability Company shall have perpetual existence.

ARTICLE IV – MANAGEMENT

The Limited Liability Company is to be managed by its sole member, LED Source Holdco, LLC, a Delaware limited liability company, 3281 Fairlane Farms Road, Suite 1, Wellington, Florida 33414.

ARTICLE V – REGISTERED AGENT AND OFFICE

The registered agent for this Limited Liability Company and the street address of the registered agent is: Scott P. Weber Esq., 402 Knights Run Avenue, Suite 150, Tampa, FL 33602.

ARTICLE VI – ADDITIONAL MEMBERS

This Limited Liability Company may admit additional members subject to approval by vote of a majority of the existing members.

ARTICLE VII – REGULATIONS

The regulations of this Limited Liability Company may only be adopted, amended, altered or repealed by vote of a majority of the members.

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SECTION OF THE
DIVISION OF
CORPORATION

ARTICLE VII - MEMBERS' RIGHT TO CONTINUE BUSINESS

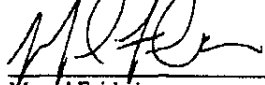
The members remaining after the death, retirement, regulation, expulsion, bankruptcy or dissolution of a member, or after any other event which terminates the membership of a member, have the right to continue the business of this Limited Liability Company subject to approval by unanimous vote of the remaining members, provided that at least two members remain.

ARTICLE IX - AMENDMENT

This Limited Liability Company reserves the right in amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

These Amended and Restated Articles of Organization are being filed pursuant to and in accordance with Section 608.411, Florida Statutes and have been duly executed by the undersigned sole member of LED Franchising, L.L.C. on this SA day of March, 2013.


By: LED Source, Holdco, LLC, SOLE MEMBER



Marcel Fairbairn
President and Chief Executive Officer

Acceptance by Registered Agent

Having been named Registered Agent and to accept service of process for the above-stated Limited Liability Company, at the place designated in these Amended and Restated Articles of Organization, Scott P. Weber hereby (a) accepts the appointment as registered agent and agrees to act as registered agent for the Limited Liability Company, (b) agrees to comply with the provision of all statutes relating to the proper and complete performance of his duties as registered agent, and (c) confirms that he is familiar with and accepts the obligations of his position as registered agent.


Scott P. Weber

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