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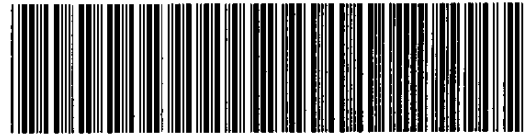
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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September 13, 2011

**VIA US MAIL**

Florida Department of State

Division of Corporations

409 E. Gaines Street

Tallahassee, Florida 32399

**Re: Transaction: Tru Palm, LLC**

To Whom It May Concern:

In connection with the above-referenced transaction, enclosed please find Amended and Restated Articles of Organization for Tru Palm, LLC, along with our trust account check number 12074 in the amount of \$25.00 (representing Amendment Fee of \$25.00).

Should you have any questions, please contact this office to discuss.

Very truly yours,

**MARC F. OATES, P.A.**

  
Marc F. Oates, Esquire

/slp

Enclosures as stated

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
FOR  
FLORIDA LIMITED LIABILITY COMPANY  
FOR  
TRU PALM, LLC**

Pursuant to the provisions of section 608.411, Florida Statutes, this Florida limited liability company adopts the following Amended and Restated Articles of Organization.

**ARTICLE I  
NAME**

The name of the Limited Liability Company shall be **Tru Palm, LLC**, hereinafter "Company". The mailing address of the Company shall be **1925 Blackstone Circle, Naples, FL 34109**. The principal place of business shall be **100 Benoist Farms Rd., West Palm Beach, FL 33411**.

**ARTICLE II  
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have a perpetual existence, unless the Company is voluntarily dissolved as provided in these Articles of Organization.

**ARTICLE III  
PURPOSE AND POWERS**

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The name and the street address of the registered agent of the Company in the State of Florida is:

Marc F. Oates, P.A.  
c/o Marc F. Oates, Esq.  
5515 Bryson Drive, Suite 502  
Naples, FL 34109

**ARTICLE V  
ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company. The transferee shall have no right to participate in the management of the business and affairs of the Company until he or she becomes a member unless all the other members of the Company other than the members proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VI  
TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member or manager, or upon the occurrence of any other event that terminates the continuing membership of a member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining members.

**ARTICLE VII  
MANAGEMENT (MANAGEMENT BY MEMBERS)**

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain provisions for the regulation and management of the affairs of the Company not inconsistent with law or the Articles of Organization. The names and addresses of the managing members of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
Michael D. Frino	1925 Blackstone Circle Naples, FL 34109
Joe Trudden	7218 W. 4 <sup>th</sup> Ave. Hialeah, FL 33014
Alan C. Rankin	10052 Central, Sylvania, OH 43560
Dennis E. Rankin	29185 Greystone Dr., Millbury, OH 43447
Michael Seeger	2712 West Castle #3, Toledo, OH 43615
Scott D. Rankin	3459 Winter Holly Dr., Amelia, OH 45102

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Managing Member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 12 day of March, 2011.


Authorized representative of members:  
**Michael D. Frino**

By: Michael D. Frino  
**Michael D. Frino**  
Its: Managing Member

Having been named as registered agent and to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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, F.S.

Registered Agents of **Tru Palm, LLC**:

**MARC F. OATES, P.A.**

  
Marc F. Oates, Esq.