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## FLORIDA/FOREIGN LIMITED LIABILITY CO.

## TOOTLES, LLC

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**ARTICLES OF ORGANIZATION  
OF  
TOOTLES, LLC**

The undersigned hereby executes and acknowledges these Articles of Organization for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

**ARTICLE I**

**Name and Principal Office**

The name of this limited liability company is **TOOTLES, LLC** and its principal office and mailing address is located at **215 North Joanna Avenue, Tavares, FL 32778**.

**ARTICLE II**

**Duration**

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

**ARTICLE III**

**Purpose**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**

**Membership**

The member(s) of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of

H. John Feldman, Esquire  
Cauthen & Feldman, P.A.  
Attorneys at Law  
215 North Joanna Avenue  
Tavares, FL 32778  
(352)343-2225  
Florida Bar # 0382965  
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this limited company unless the transfer or assignment is approved by the unanimous consent of the member(s) not proposing to transfer or assign their interests.

ARTICLE V  
Management

This organization is to be managed by a manager or managers elected by a majority interest of its members. The initial manager(s), who shall serve until the earlier of their deaths, resignations, replacements or until the first annual meeting of members and their successors are elected and qualified, shall be: **RICHARD W. HENNINGS**.

ARTICLE VI  
Amendment of Articles of Organization and Operating Agreement

These Articles of Organization and the Company's Operating Agreement may be amended at any time by the members.

ARTICLE VII  
Initial Registered Office and Agent

The street address of this limited liability company's initial registered office is **205 North Joanna Avenue, Tavares, FL 32778** and the name of this limited liability company's initial registered agent is **RICHARD W. HENNINGS**.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization of this limited liability Company this 22nd day of September, 2009.

CAUTHEN & FELDMAN, P.A. 401(k)  
PLAN AND TRUST

By: William H. Caughen  
WILLIAM H. CAUGHEN, Trustee

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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

**RICHARD W. HENNINGS**, having been named as registered agent to accept service of process for **TOOTLES, LLC**, a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered Office: **205 North Joanna Avenue, Tavares, FL 32778.**

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 22nd day of September, 2009.

  
RICHARD W. HENNINGS

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