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From:

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: FOWLER WHITE BOGGS, P.A. - JACKSONVILLE

Account Number : I20040000146

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FLORIDA LIMITED LIABILITY CO.

Scott and Mike's Shaved Ice, LLC

| Certificate of Status | 0 |
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF SCOTT AND MIKE'S SHAVED ICE, LLC

ARTICLE I

The name of the limited liability company is SCOTT AND MIKE'S SHAVED ICE, LLC (the "Limited Liability Company").

ARTICLE II BUSINESS AND MAILING ADDRESS

The initial street address and mailing address of the Limited Liability Company is 622 Rothmoor Lane, Jacksonville, Florida 32259.

ARTICLE III REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Limited Liability Company in the state of Florida is J. Phillip Gibbs. The registered office of the initial registered agent in the state of Florida is located at 50 North Laura Street, Suite 2800, Jacksonville, Florida 32202.

ARTICLE IV COMMENCEMENT OF EXISTENCE

The existence of the Limited Liability Company shall commence on the date of filing these Articles of Organization.

IN WITNESS WHEREOF, the undersigned, an authorized representative of the organizing member, has made and subscribed to these Articles of Organization this day of March, 2010.

J. Phillip Gibbs

Authorized Member of Organizing Member

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

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF SCOTT AND MIKE'S SHAVED ICE, LLC

Pursuant to Section 608.415 of the Florida Limited Liability Company Act, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Scott and Mike's Shaved Ice, LLC, a limited liability company organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named limited liability company, and does hereby agree to comply with the provisions of the Florida Limited Liability Company Act and the general laws of the state of Florida relative to keeping open the Registered Office, which Registered Office is located at 50 North Laura Street, Suite 2800, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 22 day of March, 2010.

FOWLER WHITE BOGGS P.A.

J. Phillip Gibbs

Its Authorized Agent

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