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To: Division of Corporations
Fax Number : (950) 617-6383

From: G. Joseph Harrison, Esq.
Account Name : HARRISON, KIRKLAND, PRATT, CHULOCK & MCQUIRE, P.A.
Account Number : I20010000002
Phone : (941) 746-1167
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**FLORIDA LIMITED LIABILITY CO.
RAIN FROG, LLC**

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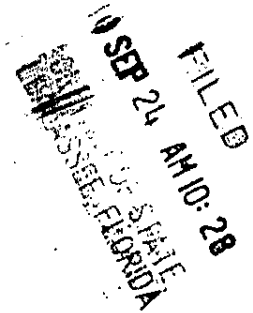
S. HAWKES

SEP 27 2010

EXAMINER

9/24/2010

ARTICLES OF ORGANIZATION
FOR
RAIN FROG, LLC



The undersigned, acting as the organizing Member or authorized representative of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby forms a Florida Limited Liability Company (the "Company") pursuant to the Act, and hereby sets forth the following Articles of Organization (the "Articles"):

ARTICLE I
Name

The Name of the Company is Rain Frog, LLC.

ARTICLE II
Commencement Date and Duration

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall continue in perpetuity unless dissolved in accordance with Section 608.441 of the Act.

ARTICLE III
Purpose

The Company is created to engage in any lawful activity.

ARTICLE IV
Principal Office

The mailing address and the street address of the principal office of the Company shall be 6791 28th Street Circle East, Sarasota, Florida 34243.

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ARTICLE V
Registered Agent and Office

The initial registered agent for the Company shall be Harrison, Kirkland, Pratt & McGuire, P.A., and the address of the registered agent for service of process shall be 1206 Manatee Avenue West, Bradenton, Manatee County, Florida 34205.

ARTICLE VI
Management of Business

The Company is to be managed by a manager or managers. The manager or managers of the Company will be elected annually by the Members. The Members may increase and decrease the number of managers from time to time; provided, however, there shall never be more than three (3) managers nor less than one (1) manager. The managers shall be Members or Affiliates of Members.

ARTICLE VII
Admission of Additional Members

Additional Members may be admitted only by the vote of the Members holding a majority of the Units, upon terms and conditions established by the Members from time to time in their sole discretion.

ARTICLE VIII
Continuation of Business

The remaining Members shall have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, or upon the occurrence of any other event which terminates the continued membership of a Member of the Company, all as more fully set forth in the Operating Agreement.

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ARTICLE IX
Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act.

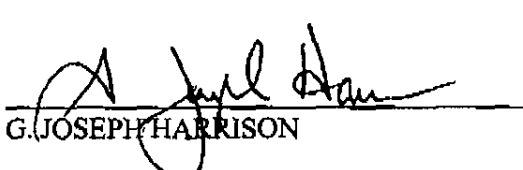
ARTICLE X
Amendments

These Articles may be amended or restated at any time by a vote of the Members holding majority of the Units, and such amendment or restatement shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

ARTICLE XI
Operating Agreement

An Operating Agreement shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as may be necessary, reasonable, or desirable, except that no provision of such Operating Agreement may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Operating Agreement shall be set forth in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned organizer and duly authorized representative of Rain Frog, LLC, has executed these Articles of Organization this 23 day of Sept, 2010.


G. JOSEPH HARRISON

STATE OF FLORIDA
COUNTY OF MANATEE

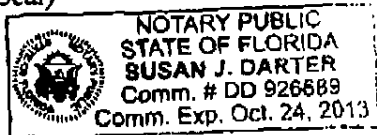
The foregoing instrument was acknowledged before me this 23rd day of Sept, 2010, by G. JOSEPH HARRISON, ☒ who is personally known to me, or ☐ who produced

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_____ as identification, and who acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

(Notary Seal)



My Commission Expires:


Signature SUSAN J. DARTER

Print Name

NOTARY PUBLIC-STATE OF FLORIDA

Commission No: _____

**CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT
FOR RAIN FROG, LLC**

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, *Florida Statutes*, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.

HARRISON, KIRKLAND,
PRATT & McGUIRE, P.A.

By: 

G. Joseph Harrison, Vice President/Secretary

Dated: Sept 23, 2010

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