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SECRETARY OF STATE



ARMANDO F. MIZIO

MIZIO & ASSOCIATES, INC.

Accountants
Tax Consultants
Personal Financial Planning

25400 U.S. 19 North • Suite 225 Clearwater, Florida 33763 Telephone (727) 736-4321 Fax (727) 797-1016

September 29, 2010

State of Florida Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Attn: Secretary of State

Dear Sir:

Enclosed please find the Articles of Incorporation and our check number 1856 in the amount of \$125.00 to cover the cost of:

JON & RENO, L.L.C.

Please note the new Federal Employer Identification Number: 80-0647367

Also enclosed please find the Application for Registration of Fictitious Name and our check number 1857 in the amount of \$50.00 to cover the cost of:

FREDS SWIM ACADEMY USA

Your immediate attention will be greatly appreciated.

AFM:mp

Encl.

Sincerely yours,

Armando F. Mizio

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ORGANIZATION OF LIMITED LIABILITY COMPANY

OF

10 OCT -1 PH 12: 26

JON & RENO, L.L.C.

The undersigned managing members or managers to these articles of limited liability company, each a natural person competent to contract, hereby associate themselves together to form a limited liability company under the Laws of the State of Florida, Chapter 608, Florida Statutes.

SECTION I - NAME

The name of the limited liability company shall be:

JON & RENO, L.L.C.

The principal office shall be:

3810 Shore Acres Blvd. St. Petersburg, Florida 33703

SECTION II – PURPOSES AND POWERS

The purposes of the Company shall be to engage in any lawful act of activity for which limited liability companies may be formed under the Act. The Company shall have all right, power and authority to do any and all acts and things necessary, appropriate, advisable and/or convenient for the furtherance and accomplishment of the purposes of the Company.

SECTION III – MANAGEMENT

Management of the Company shall be vested in its members in proportion to the then current percentage interest of members in the profits of the Company owned by all of the members (Heyl Technologies, L.L.C. 50% and Renaud O. Cowez 50%), and the decision of members owning fifty percent (50%) of the said percentage interest in the profits shall be shared equally and, unless otherwise expressly provided, shall be required for any decision, determination, consent or approval of members. The members will have the right to manage the Company are hereby granted all rights, powers, authority and authorization necessary, appropriate, advisable and/or convenient to manage the Company and determine and carry out its affairs.

SECTION IV - Number of Members

The number of members that this limited liability company is authorized to have at any time is unlimited.

SECTION V - CAPITAL CONTRIBUTIONS

The amount of capital with which this limited liability company shall begin business is Five Hundred Dollars (\$500.00).

Authorized partnership interest may be paid for in cash, services, or property, at a just value to be fixed by the Managing Members or Managers of this Limited Liability Company at any regular or special meeting.

SECTION VI - TERM OF EXISTENCE

This limited liability company shall have perpetual existence.

SECTION VII - REGISTERED OFFICE & REGISTERED AGENT

The Initial Registered Office of this limited liability company is to be:

25400 U.S. 19 North – Suite 225 Clearwater, Florida 33763 The Initial Registered Agent of the limited liability company is:

Armando F. Mizio

Having been named as registered agent and to accept service of process for the above stated limited liability company at the placed 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.

SECTION VIII - MANAGING MEMBERS OR MANAGERS

The limited liability company shall have the number of managing members or managers as shown below in Section IX, initially. The number of managing members or managers may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

SECTION IX - INITIAL MANAGING MEMBERS OR MANAGERS

The names and street addresses of the first Managing Members or Managers who shall hold office until their successors are elected and have qualified, are as follows:

Renaud O. Cowez 3810 Shore Acres Blvd. St. Petersburg, Florida 33703

Heyl Technologies, L.L.C. 3116 Crystral Creek Blvd. Orlando, Florida 32837

SECTION X - EFFECTIVE DATE

These Articles of Limited Liability Company shall be effective as of October 1, 2010.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the forgoing Organization Articles of Limited Liability Company under the Laws of the State of Florida on the date below written.

Date: September 29, 2010

SECRETARY OF SIATE OF CORPORATION Renaud O. Cowez

STATE OF FLORIDA) COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day personally appeared before me the above-named person(s), well known to me to be the individuals described in and who executed the foregoing Organization Articles of Limited Liability Company, and acknowledged before me that they executed the same for the purpose therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL, at Clearwater, Pinellas County, Florida, this 29th day of September, A.D., 2010.

NOTARY PUBLIC

My Commission Expires: