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CAUTHEN & FELDMAN Fax 352 337759 Nov 20 00 26 P001/004

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FLORIDA LIMITED LIABILITY CO.
SPANKY, LLC

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**ARTICLES OF ORGANIZATION
OF
SPANKY, LLC**

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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 SPANKY, 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
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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: **H. JOHN FELDMAN and MARK SAUNDERS.**

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 215 North Joanna Avenue, Tavares, FL 32778 and the name of this limited liability company's initial registered agent is **H. JOHN FELDMAN.**

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization of this limited liability Company this 18th day of November, 2010.


H. JOHN FELDMAN

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

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

Registered Office: **215 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 18th day of November, 2010.


H. JOHN FELDMAN