

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L10000128500
FILED 8:00 AM
December 15, 2010
Sec. Of State
jsaulsberry

Article I

The name of the Limited Liability Company is:
FACEENGINE LLC

Article II

The street address of the principal office of the Limited Liability Company is:
317 4TH AVE NORTH
JACKSONVILLE BEACH, FL. 32250

The mailing address of the Limited Liability Company is:
317 4TH AVE NORTH
JACKSONVILLE BEACH, FL. 32250

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
JOHN M WIDDOWS VP
317 4TH AVE NORTH
JACKSONVILLE BEACH, FL. 32250

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

Registered Agent Signature: JOHN M WIDDOWS

Article V

The name and address of managing members/managers are:

Title: MGRM
SCOTT SIRDEVAN VP
2292 EMILYS WAY
FLEMING ISLAND, FL. 32003 US

Title: MGMR
JOHN M WIDDOWS VP
317 4TH AVE NORTH
JACKSONVILLE BEACH, FL. 32250 US

Title: MGRM
STEPHEN SPRATLEY VP
1724 ROYAL FERN LANE
FLEMING ISLAND, FL. 32003 US

Article VI

The effective date for this Limited Liability Company shall be:

12/10/2010

Signature of member or an authorized representative of a member

Signature: JOHN M WIDDOWS

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