

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

**L10000132379
FILED 8:00 AM
December 30, 2010
Sec. Of State
thampton**

Article I

The name of the Limited Liability Company is:

HOTHAM CARROLL ARTS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

824 DUVAL ST
KEY WEST, FL. US 33040

The mailing address of the Limited Liability Company is:

11 ARROW HEAD DR
MANCHESTER, NH. US 03102

Article III

The purpose for which this Limited Liability Company is organized is:

ART AND PHOTO BUSINESS WITH "WET PAINT" GALLERY

Article IV

The name and Florida street address of the registered agent is:

AMERICAN SAFETY COUNCIL, INC.
5125 ADANSON ST.
SUITE 500
ORLANDO, FL. 32804

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: LAURA REGIER

Article V

The name and address of managing members/managers are:

Title: MGRM
CHRISTY CARROLL
11 ARROW HEAD DR
MANCHESTER, NH. 03102 US

Title: MGRM
KRISTEN CARROLL
11 ARROW HEAD DR
MANCHESTER, NH. 03102 US

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Article VI

The effective date for this Limited Liability Company shall be:

01/01/2011

Signature of member or an authorized representative of a member

Signature: KRISTEN CARROLL