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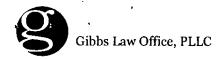
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D. BRUCE

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EXAMINER



February 28, 2011

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE:

Filing of Articles of Organization, SS Ventures Management LLC

Dear Sir/Madam:

The enclosed Articles of Organization and appropriate fee(s) are submitted for filing. An extra copy of the Articles is enclosed. Please date stamp it and return it to the following:

## GIBBS LAW OFFICE, PLLC 5237 SUMMERLIN COMMONS BLVD.

Fort Myers, FL 33907
Ph. 239-415-7495
Fx. 239-275-2137
info@gibbslawFL.com
www.gibbslawFL.com

For further information concerning this matter, please call Steven J. Gibbs, Esq. at (239) 415-7495

Enclosed is check for the following amount: \$125.00.

Sincerely,

Steven J. Gibbs, Esq.

FILED
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SECRETARY OF STATE

## ARTICLES OF ORGANIZATION SS Ventures Management LLC A LIMITED LIABILITY COMPANY

(Pursuant to Chapter 608, Florida Statutes)

- 1. NAME: The name of the limited liability company is SS Ventures Management LLC, referred to hereafter as the "Company."
- 2. PURPOSE: The purpose of this manager managed limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida. Initially, the business and purpose of the Company shall be to manage business investments as a management company which investments may include real property, mineral rights and other miscellaneous investments.
- 3. ADDRESS OF PRINCIPAL OFFICE: The street address of the principal office of the Company is:

5009 SW 11th Place, Cape Coral, Florida 33914

- 4. MAILING ADDRESS: The mailing address of the Company is: 5009 SW 11th Place, Cape Coral, Florida 33914
- 5. MANAGEMENT: The Company is to be managed by one or more members and is, therefore, a member managed company. Pursuant to Fla. Stat. Sec. 608.4235, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability solely by virtue of being a member. The name and address of each manager and member is:

Linda F. Symanski, Trustee of the Linda F. Symanski Amended & Restated Trust

5009 SW 11th Place, Cape Coral, Florida 33914

6. CONTINUATION OF LIMITED LIABILITY COMPANY: So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued relationship of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company shall not be dissolved and shall not be required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative or other legal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

- 7. INDEMNIFICATION: (A) The Company shall indemnify any person or entity who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for action taken in the capacity of such person as director or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by on or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. (B) The Company by action of its board of managers, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Company or its subsidiaries. The Company by action of its board of managers, in its sole discretion may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by, on, or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of managers, the authority granted to the board of managers in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Company relating thereto.
- 8. REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT'S SIGNATURE: The name and the Florida street address of the registered agent is:

Linda F. Symanski 5009 SW 11th Place Cape Coral, Florida 33914

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 provisional of all statutes relating to the proper and complete performance of my duties, and Lam familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Linda F. Symanski

9. DURATION AND EXISTENCE; EFFECTIVE DATE: The Company will exist perpetually, commencing on the date of the filing of these Articles of Organization with the Secretary of State of the State of Florida.

SS Ventures Management LLC

Authorized Representative: Linda F. Symanski, Trustee of the Linda F. Symanski Amended & Restated Trust, Manager

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.)

STATE OF Florida

)ss.

COUNTY OF Lee

On this February 25, 2011, before me, Steven J. Gibbs, a notary public, qualified for said county, personally came Linda F. Symanski, Trustee, as Authorized Representative, who provided a driver's license and was shown to be the identical person who signed the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed.

Notary Public



