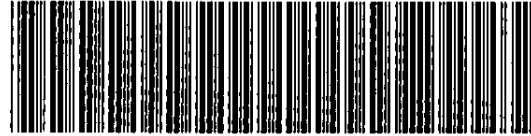


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B. BOSTICK
JUN 14 2011
EXAMINER

Richard W. Carlson, Jr., Esq.
2377 Crawford Court
Lantana, FL 33462-2511
Phone: 561-433-0172
Cell Phone: 561-632-5832
Email: richard.chip.carlson@usa.net

June ¹⁰~~8~~, 2011

Secretary of State
Division of Corporations
Filings
PO Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

Re: Formation and Filing of Documents for Seventy-One Tortuga, LLC

To Whom It May Concern:

Enclosed is an original of the Articles of Organization creating Seventy-One Tortuga, LLC, a Florida limited liability company, including the registered agent's acceptance. Also included is a check in the amount of \$155.00 for the filing fee, registered agent fee, and one set of certified copies.

Please file the original, certify a copy of the Articles, and return the certified copy to me in the self-addressed, postage-prepaid envelope. Thank you for your assistance.

Sincerely,



Richard W. Carlson, Jr., Esq.

**Seventy-One Tortuga, L.L.C.,
a Florida Limited Liability Company
ARTICLES OF ORGANIZATION**

The following comprises the ARTICLES OF ORGANIZATION OF Seventy-One Tortuga, L.L.C., A Florida Limited Liability Company as of May 29, 2011.

The undersigned certifies that Casey Winn has formed a limited liability company under the laws of the State of Florida, by adopting these Articles of Organization providing for the formation, rights, privileges, and immunities of limited liability companies for profit. He further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be Seventy-One Tortuga, L.L.C., and its principal office and mailing address shall be located at 6406 North Central Avenue, Tampa, FL 33604, but it shall have the power and authority to establish branch offices at any other place or places as a manager may designate.

ARTICLE II

PURPOSES AND POWERS

The limited liability company shall have all powers to carry on any business, exercise any power, or do any act which a limited liability company may, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority

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of, and the business and affairs of this limited liability company shall be managed under the direction of, the Members of this limited liability company. "Members" shall include the singular as well as the plural. This Article may be supplemented from time to time in the operating agreement or regulations of the limited liability company by a unanimous vote of the Members of the limited liability company.

ARTICLE IV
MANAGEMENT

This limited liability company shall be managed by two Managers, each of whom shall serve until his or her successor is elected and qualified. Any act that requires a formal written action of the Manager to bind the limited liability company shall require the signature of both Managers. Notwithstanding the foregoing, either Manager may issue drafts in the name of the limited liability company drawn on the checking account of the limited liability company. The name and address of the persons who shall serve as managers are Casey Winn, 6406 North Central Avenue, Tampa, FL 33604 and Jason Christopher Rogers, 3305 Stonebridge Trail, Valrico, FL 33596. The Managers shall serve without compensation for managing the affairs of the limited liability company.

ARTICLE V
MEMBERSHIP RESTRICTIONS

Section 1. New Members. Members shall have the right to admit new Members by unanimous consent only. Contributions required of new Members shall be determined as of the time of admission to the limited liability company.

Section 2. Not Transferable; Continuation of Company. **A. Transfers.** A Member's interest in the limited liability company may not be transferred, conveyed, pledged, hypothecated, or in any manner encumbered, whether immediate or subject to a condition subsequent, (herein collectively and individually a "Transfer") except with unanimous written consent of all Members, notwithstanding F.S. Section 608.432. Any Transfer in violation of this provision shall be of no force or effect, and shall immediately terminate

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that Member's interest in the limited liability company without recourse against the Limited liability company or any of its Members, including the repayment of any contribution to the Limited liability company or the sharing of any profits of the Limited liability company. This restriction shall not apply to Transfers: (1) between Members; (2) by a Member to an entity of which that Member owns all of the interest of the transferee; (3) by a corporate Member to another corporate entity provided there are not, at any time after the Transfer, any new shareholders in the new corporate entity; or (4) intestate or testate succession to a decedent Member's heirs. A corporate Member shall not be permitted to transfer its shares or assets to a shareholder or shareholders who are not a shareholder in the original corporate Member or a Member of the limited liability company.

B. Continuation of Business, Payment. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the limited liability company, the remaining Members shall have the right to continue the business. In the case of any testate or intestate succession, resignation, bankruptcy, or incompetence of a Member, or such other event giving rise to the termination of the Member's membership (except the prohibited Transfers set forth in Article V, Section 2A, above), payment by the remaining Members to the former member, the estate of the deceased Member, or the legal representative of the Member may be made in accordance with this Article V, Section 2, in which case all of the Member's claim, right, title, or interest in the limited liability company shall be deemed fully satisfied. The limited liability company, the majority of its remaining Members, or the executor, administrator, guardian, conservator, or other legal representative of the former Member may require that the Limited liability company or its Members pay the fair market value of the former Member's interest as of the date of the event giving rise to the termination. Payment may be deferred by making a promissory note, whether secured or unsecured, if in the sole discretion of the remaining Members payment would require the liquidation of company assets. This required payment shall not apply to Transfers prohibited in Article V, Section 2A.

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Section 3. No Voting Rights. The executor, administrator, guardian, conservator, other legal representative, or heir of any Member who dies, retires, is expelled, is bankrupt, is dissolved, is adjudged incompetent, or who suffers any other event that terminates the Member's continued membership shall have no voting rights but shall participate in the profits or losses of the limited liability company to the same extent as the Member would have participated. Participation in profits of the Limited liability company shall not apply to Transfers prohibited in Article V, Section 2A.

ARTICLE VI
CONTRIBUTIONS AND VOTING RIGHTS

Section 1. Capital and other contributions. An initial capital contribution in the amount of Two Hundred Fifty Dollars (\$250.00) cash shall be paid to the limited liability company by each of the Members. Additional contributions will be made as required for investment, repair, maintenance, or operating purposes, as determined by unanimous consent of the Members. Capital Contributions shall be made in equal amounts by the Members, unless determined otherwise by unanimous consent of the Members. Unless expressly determined otherwise by unanimous consent of the Members, contributions for real estate taxes and assessments, operating costs, insurance costs, interest on promissory notes, administrative costs, and normal recurring costs that are normally expensed shall not be considered capital contributions (except as set forth in Article VI, Section 4, below) but shall be made on the basis of each Members' Relative Capital Account as set forth in Article VI, Section 2, below.

Section 2. Capital Accounts & Voting Right. The contributions called for in Section 1, or for a defaulting Member pursuant to Section 4, of this Article VI shall be capital contributions, the amount of which for each Member shall be recorded in a capital account ("Capital Account") for each Member. The percentage of interest in the Limited liability company of, and the number or percentage of votes for, each Member shall be based on the proportionate Capital Account which is defined as the amount of each Member's Capital

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Account divided by the total capital contributions to the Limited liability company ("Relative Capital Account"). Each Member shall vote his entire Capital Account as a whole.

Section 3. Other contributions. The Managing Member may call for additional contributions from each Member in proportion to his or her respective Relative Capital Account for the reasonable and necessary costs of operating and administering the Limited liability company (including costs associated with the property owned or leased by the Limited liability company), and for real estate taxes and assessments, and other costs which are or may not reasonably be 'covered' by income from the operation of the Limited liability company. The contributions which are made for operation and administration of the Limited liability company, and real estate taxes and assessments shall not be considered capital contributions, except as set forth in Article VI, Section 4, of these Articles of Organization, or as otherwise determined by unanimous consent of the Members.

Section 4. Failure to make capital or other contribution. Any Member who fails to make any capital contribution or contribution for real estate taxes or assessments, operating costs, debt service on promissory notes, administrative costs, or other charges required by a Majority-in-Interest of the Limited liability company within four (4) weeks' notice from the Manager shall have his or her Relative Capital Account reduced by the amount of the unpaid contribution upon funding of such by the non-defaulting Members, as described below. The non-defaulting Members shall be given an opportunity to fund the defaulting Member's obligation following the four (4) week notice if the defaulting Member has not paid the contribution. If more than one Member elects to fund the defaulting Member's contribution, the amount shall be divided equally among those Members based on their respective Relative Capital Accounts, or as otherwise agreed upon by the funding Members. The non-defaulting Members who fund the defaulting Member's contribution shall have their respective Relative Capital Accounts increased by the amount paid by each Member. The defaulting Member shall not be given an opportunity to redeem the contribution and the adjustment(s) to the Relative Capital Accounts shall be

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automatic upon, and commensurate with, the non-defaulting Members funding the contribution, in whole or in part. In the event of a zero or negative balance of a Member's Relative Capital Account, that Member shall be deemed to have withdrawn from the limited liability company effective immediately upon such zero or negative balance and without further action of the Members or the Limited liability company, and such shall be treated as a prohibited Transfer for purposes of participation in the Limited liability company or its profits.

ARTICLE VII
PROFITS AND LOSSES

Section 1. Profit Sharing. The Members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the Limited liability company. Each Member shall be entitled to a distributive share of the profits based upon that Member's Relative Capital Account. In addition to income, the term "Profits" shall include any gain from the sale of Limited liability company assets or other non-recurring income.

Section 2. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the assets of the limited liability company and the undistributed profits of the limited liability company, or, if these sources are insufficient to cover such losses, out of the capital contributions in an amount proportionate to each Member's Relative Capital Account.

ARTICLE VIII
DURATION

This limited liability company shall exist in perpetuity or until dissolved in a manner provided by law, or as provided in the regulations adopted by the Members.

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ARTICLE IX

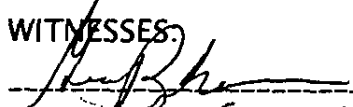
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

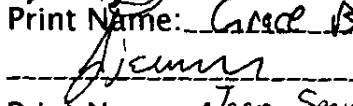
The address of the initial registered office and the registered agent of the limited liability company is Casey Winn, 6406 North Central Avenue, Tampa, FL 33604.

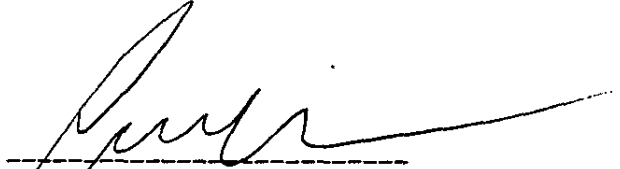
THE UNDERSIGNED CERTIFIES that this instrument constitutes the Articles of Organization of Seventy-One Tortuga, L.L.C., and in accordance with the requirements of Florida Statutes Section 608.408(3) execution hereof constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Executed by Casey Winn this 29 day of May 2011.

WITNESSES:

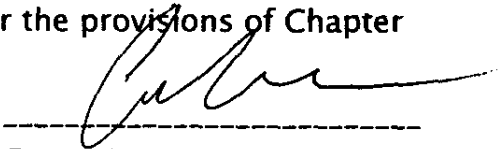

Print Name: Grace Behnke


Print Name: Jean Seaman


Casey Winn

ACCPETANCE BY REGISTERED AGENT

The undersigned, having been designated the registered agent of Seventy-One Tortuga, LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of registered agent under the provisions of Chapter 608, Florida Statutes.


Casey Winn
Dated: May 29, 2011