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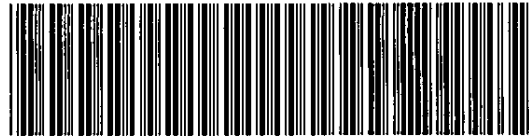
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J. BRYAN

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EXAMINER

CAPLAN LAW FIRM, P.A.

6260 Dupont Station Court, Suite C
Jacksonville, Florida 32217
(904) 256-3333 Telephone
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E-mail: howard@caplawfirm.com
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June 22, 2011

Division of Corporations
Secretary of State
State Of Florida
P.O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find the Articles of Organization of Crab King Bait and Tackle, LLC.
along with the statement of registered agent for filing and check for the appropriate fee.

Sincerely,



Howard A. Caplan

HAC/mt
enclosures

ARTICLES OF ORGANIZATION
OF
CRAB KING BAIT AND TACKLE, LLC

The undersigned organizer a natural person competent to contract, and authorized representative of the initial members, presents these Articles for the formation of a limited liability company under the Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I

The name of the Company is Crab King Bait and Tackle, LLC.

ARTICLE II

This Company will exist perpetually.

ARTICLE III

The principal office, of the Company will be at 914 Waynesboro Ave., Jacksonville, FL 32208. The principal office may be moved to any address that the members may choose, provided however that the principal office will be in the State of Florida. The mailing address is P. O. Box 40251, Jacksonville, FL 32203.

ARTICLE IV

The registered office will be and the registered agent at that same address are:

Agent

Natalie Johnson Powell

Registered Office Address

914 Waynesboro Ave.
Jacksonville, FL 32208

ARTICLE V

Admission of new members will be as set forth in the Operating Agreement of the

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Company.

ARTICLE VI

The death, incapacity, retirement, resignation, expulsion, bankruptcy, dissolution, or occurrence of any other event that terminates the continued membership of a member will not prevent the remaining members from continuing to operate the Company.

ARTICLE VII

Overall management of the Company is reserved to the members of the Company. Managers will have those powers that will be set forth in the Operating Agreement. The initial manager will be:

<u>Name</u>	<u>Address</u>
Tyrone Powell	PO Box 40251 Jacksonville, FL 32203

ARTICLE VIII

The general nature of the business that will be transacted by the Company is any legally permissible activity, including bait and tackle shop.

ARTICLE IX

No contract or other transaction between this Company and any other company will be affected by the fact that any member or manager of this Company is interested in or is a member or manager of another company. Every person who may become a member of this Company is hereby relieved from any liability that might otherwise exist from contracting with this Company for the benefit of himself or any firm, association, or company in which he may be interested in any way.

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ARTICLE X

This Company will have the power to enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a health insurance plan, or other retirement or incentive compensation plans. This Company will have the power to make loans, secured or unsecured, to its Members, providing the Members are active participants in the operation of the Company.

ARTICLE XI

The Company will indemnify any and all persons who may serve or who have served at any time as member, manager, or managing member of the Company or at any time have served as member, manager, or managing member of another company in which the Company at the applicable time owned an interest.

ARTICLE XII

The name and address of the organizer and person signing these Articles of Organization are:

Name

Address

Howard A. Caplan

6260 Dupont Station Court, Suite C
Jacksonville, FL 32217

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization, this 22nd day of June, 2011.


Howard A. Caplan

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ACKNOWLEDGMENT AND ACCEPTANCE
OF REGISTERED AGENT

Having been named to accept service of process for the company at the place designated in the Articles of Organization to which this is attached, I hereby agree to act in this capacity, and to comply with the provisions of said law relative to keeping open said office.

Dated this 22nd day of June, 2011.



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