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FLORIDA LIMITED LIABILITY CO.

HighFive Franchises, LLC

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**ARTICLES OF ORGANIZATION
OF
HighFive Franchises, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, *Florida Statutes*, does hereby certify as follows:

ARTICLE I - NAME

The name of the limited liability company is **HighFive Franchises, LLC** (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is

3730 Grissom Lane
Kissimmee, Florida 34741

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and Florida street address of the registered agent are

Dudley Q. Sharp, Jr., Esq.
369 N. New York Avenue, 3rd Floor
Winter Park, Florida 32789

Having been named as registered agent and to accept service of process for **HighFive Franchises, LLC**, 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 as provided for in Chapter 608, *Florida Statutes*.

Dudley Q. Sharp Jr.

Dudley Q. Sharp, Jr.

ARTICLE IV - MANAGEMENT

The Company shall be managed by one or more managers. The name and address of the initial manager are stated below:

HighFive Management, LLC
3730 Grissom Lane
Kissimmee, Florida 34741

ARTICLE V - LIMITATION ON AUTHORITY OF MEMBERS

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE VI - EFFECTIVE DATE

Pursuant to Section 608.409, the Effective Date of these Articles shall be July 26, 2011.

(In accordance with Section 608.408(3), *Florida Statutes*, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Dudley Q. Sharp Jr.

Dudley Q. Sharp, Jr.
Authorized representative