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**FLORIDA LIMITED LIABILITY CO.
Red Elephant-S. Tampa, LLC**

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ARTICLES OF ORGANIZATION

OF

RED ELEPHANT-S. TAMPA, LLC

The undersigned executes these Articles of Organization of RED ELEPHANT-S. TAMPA, LLC to form a limited liability company pursuant to the Florida Limited Liability Company Act:

ARTICLE I. NAME

The name of the limited liability company is: RED ELEPHANT-S. TAMPA, LLC.

ARTICLE II. ADDRESS

The mailing and street address of the principal office of the limited liability company is 14502 N. Dale Mabry, Suite 200, Tampa, Florida 33618.

ARTICLE III. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the limited liability company is 14502 N. Dale Mabry, Suite 200, Tampa, Florida 33618, and the name of the limited liability company's initial registered agent at that address is Carl Sahlsten.

Having been named 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.

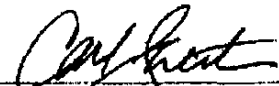


Carl Sahlsten

ARTICLE IV. MANAGEMENT OF COMPANY

The limited liability company is a manager-managed limited liability company.

EXECUTED: August 1, 2011



Carl Sahlsten,
Authorized Representative of Member

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