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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 876225 4729400

AUTHORIZATION :

COST LIMIT : \$ 125.00

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ORDER DATE : August 10, 2011

ORDER TIME : 9:16 AM

ORDER NO. : 876225-015

CUSTOMER NO: 4729400

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NAME: SPENCER HOLDINGS ADVISORS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Milnes - EXT. 2920

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
Spencer Holdings Advisors, LLC

FILED
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DIVISION OF CORPORATIONS
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The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I
Name

The name of the limited liability company (hereinafter referred to as the "Company") is Spencer Holdings Advisors, LLC.

ARTICLE II
Nature of Business and Mailing Address

The Company is organized for the purpose of transacting any or all lawful business. The mailing address and street address of the principal office of the Company is 10175 Fortune Parkway, #405, Jacksonville, FL 32256.

ARTICLE III
Duration

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

ARTICLE IV
Management:

Managed by Members. This Company shall be managed by its Members in accordance with the Regulations and Operating Agreement of the Company.

ARTICLE V
Admission of Additional Members

New owners who take their interest directly from the Company will be admitted as Members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

ARTICLE VI
Members' Rights to Continue Business:

The remaining Members of the Company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this Company. The Company shall terminate upon the consent of all Members or as otherwise provided in accordance with the terms of the Regulations and Operating Agreement.

ARTICLE VII

Limitation on Agency Authority of Members

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 on behalf of the Company solely by virtue of being a member.

ARTICLE VIII

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 10175 Fortune Parkway, #405, Jacksonville, FL 32256, and the name of the initial registered agent of this Company at that address is William F. McGee II.

ARTICLE IX

Membership Certificates


Each Member's interest in the Company shall be evidenced by a membership certificate. The amount of capital which the initial Members have contributed as the initial capital contribution is One Thousand (\$1,000.00) Dollars. Additional capital contributions may be received and membership interests issued at such times and in such amounts as may be determined and allowed as provided in the Regulations and Operating Agreement.

ARTICLE X

Amendment

This Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

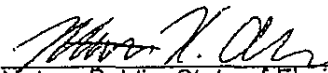
IN WITNESS WHEREOF, the undersigned authorized representative of the initial Members has executed these Articles of Organization and acknowledged them to be my act this 10th day of August, 2011:



William F. McGee II
Authorized Representative

STATE OF FLORIDA
COUNTY OF DUVAL

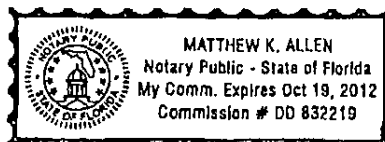
The foregoing instrument as acknowledged before me this 10th day of August, 2011, by William F. McGee II, who is personally known to me and who did not take an oath.



Notary Public, State of Florida

My Commission Expires:

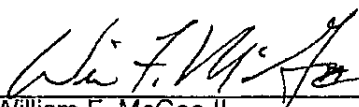
Oct. 19, 2012



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: August 10, 2011



William F. McGee II