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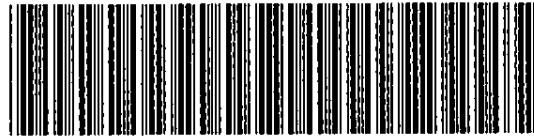
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Nicolette Ventures, LLC

Signature _____

Requested by: Seth

12/29/11

Name _____

Date _____

Time _____

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**ARTICLES OF ORGANIZATION
OF
NICOLETTE VENTURES, LLC**

FILED
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DIVISION OF CORPORATIONS
11 DEC 29 AM 9:45

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do(es) hereby provide and set forth the following:

Articles

1. Name. The name of the limited liability company is Nicolette Ventures, LLC (hereinafter referred to as the "Company").

2. Commencement and Duration. The Company shall commence on the date of execution of these Articles of Organization by the undersigned. Unless earlier terminated under the Act or pursuant to the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose. The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Mailing Address and Principal Office. The initial mailing address for the Company is P.O. Box 69, San Antonio, FL 33576, and the street address of the principal office of the Company is 29321 Darby Rd., Dade City, FL 33525. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent. The initial registered agent in Florida for the Company is John Nicolette and the initial registered office is located at 29321 Darby Rd., Dade City, FL 33525.

6. Members. The Company may have one (1) or more Members, but shall always have at least one (1) Member. The Company may admit additional Members as provided in these Articles of Organization and the Operating Agreement adopted by the Members. All Members shall be subject to the terms and provisions of these Articles of Organization and the Operating Agreement adopted by this Company. The names and addresses of the initial Member(s) of the Company are as follows:

John Nicolette
29321 Darby Rd.
Dade City, FL 33525

7. Management by Manager(s). This shall be a manager-managed Company, and the management and control of the business and affairs of the Company shall be vested in one or more Manager(s) in accordance with these Articles of Organization, F.S. Section 608.422 of the Act, and the Operating Agreement adopted by this Company.

8. Manager(s). The Manager(s) shall be designated, appointed, elected, removed, or replaced in accordance with the terms of the Operating Agreement and Florida law. A Manager must be a natural person who is eighteen (18) years of age or older, must be a resident of Florida, but need not be a Member of this Company.

The number of Manager(s) constituting the initial management of this Company shall be one (1). The number of Managers shall be fixed by the Operating Agreement of this Company and may be changed from time to time, but shall never be less than one (1). The name and address of each person who is to serve as an initial Manager of this Company is/are as follows:

NAME:

ADDRESS:

John Nicolette

29321 Darby Rd., Dade City, FL 33525

The initial Manager(s) shall serve until the earlier of the election and qualification of their successor(s), or their removal, death or resignation.

9. Manager Voting and Quorum. Unless otherwise required by Florida law, a majority of the Manager(s) shall constitute a quorum of the Manager(s) for the transaction of business. The affirmative vote of a majority of the Manager(s) present at a meeting at which a quorum is present is required to constitute any act or decision of the Manager(s).

10. Amendments to These Articles of Organization. These Articles of Organization may only be amended or modified with the vote, or written consent without a meeting, of all of the Members.

Executed at Hillsborough, Florida, on this 28 day of Dec, 2011.

Member:


John Nicolette

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and 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 as provided for in Chapter 608, Florida Statutes.


John Nicolette - Registered Agent

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