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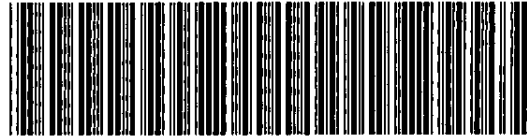
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MARLA PORTER PHOTOGRAPHY, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brian M. Rowland, Esq.

Name of Person

Brian Rowland, P.A.

Firm/Company

P.O. Box 56047

Address

Jacksonville, FL 32241

City/State and Zip Code

brian@brianrowland.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Brian Rowland

Name of Person

at (904) 352-1945

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
MARLA PORTER PHOTOGRAPHY, LLC

Pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I
NAME

The name of this limited liability company shall be **MARLA PORTER PHOTOGRAPHY, LLC**, which shall hereinafter be referred to as, the "Company".

ARTICLE II
DURATION

Unless earlier terminated pursuant to the Act or the Operating Agreement of the Company, the period of duration of the Company shall be **perpetual** commencing on the date of filing of these Articles with the Florida Department of State.

ARTICLE III
ADDRESS

The **principal office** address and **mailing** address of the Company is **553 East Silverthorn Lane, Ponte Vedra, Florida 32081**.

ARTICLE IV
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.

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**ARTICLE V
REGISTERED AGENT**

The initial registered office of this Company shall be **4241 Baymeadows Road, Suite 8, Jacksonville, Florida 32217**, and its initial registered agent at such office shall be **Brian Rowland, P.A.**

**ARTICLE VI
MANAGEMENT OF THE COMPANY**

The Company will be a **member-managed** company managed by one or more persons in accordance with and subject to the requirements of the Act and any operating agreement of the Company. There shall never be fewer than one member-manager. The member-manager(s) may be designated as the president, secretary, and/or treasurer of the Company, and may also be designated as vice presidents, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under an operating agreement who shall act in a manner similar to the directors of a corporation. The member(s), at a meeting of the members held not less than annually, shall designate the member-manager(s), and the positions or offices, if any, that the(se) member-manager(s) will hold. No member(s), by mere virtue of his, her, its or their membership, shall have the power or authority to bind the Company to any agreement; or to pledge, encumber or transfer any asset; or to incur any debt, on behalf of the Company – all such authority being vested solely in the member-manager(s).

The initial member-manager shall be **Marla C. Porter** whose address is **553 East Silverthorn Lane, Ponte Vedra, Florida 32081**.

**ARTICLE VII
INDEMNIFICATION**

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, member-manager, or former member or member-manager to the full extent permitted under the Act.

**ARTICLE VIII
CONTINUATION OF BUSINESS**

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company

will not be dissolved without the prior written consent of all the remaining members of the Company.

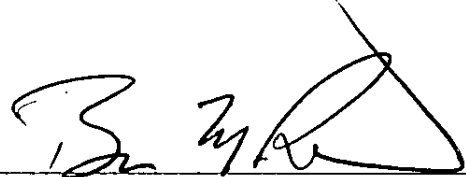
**ARTICLE IX
MEMBERSHIP AND INTEREST**

Ownership in the Company shall be in the form of interest which shall be subject to transfer, membership and other restrictions; and additional terms and conditions, all as set forth in any operating agreement of the Company in effect.

IN WITNESS WHEREOF, the undersigned, as an authorized representative for a member of the Company, has executed these Articles of Organization on behalf of the Company in accordance with § 608.407 of the Act.

Dated: January 4, 2012

By: _____



Brian M. Rowland
Authorized Representative for
Marla C. Porter, Member

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

MARLA PORTER PHOTOGRAPHY, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates **BRIAN ROWLAND, P.A.** as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 4241 Baymeadows Road, Suite 8, Jacksonville, Florida 32217.

MARLA PORTER PHOTOGRAPHY, LLC

Dated: January 4, 2012

By:



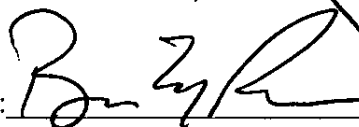
Brian M. Rowland
Authorized Representative for
Marla C. Porter, Member

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, we hereby agree to accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent.

DATED this 4th day of JANUARY, 2012.

BRIAN ROWLAND, P.A.

By:



Brian M. Rowland, President

SECRETARY OF STATE
JANUARY 9, 2012
TALLAHASSEE, FLORIDA

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