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FLORIDA LIMITED LIABILITY CO.
LRL Properties, LLC

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**ARTICLES OF ORGANIZATION
OF
LRL PROPERTIES, LLC**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, sets forth the following:

ARTICLE I - NAME

The name of this limited liability company is **LRL PROPERTIES, LLC** (the "Company").

ARTICLE II - PERIOD OF DURATION

The period of duration of the Company shall be perpetual from the date of filing these Articles with the Department of State unless otherwise dissolved pursuant to provisions of the Florida Limited Liability Company Act.

**ARTICLE III - MAILING AND STREET ADDRESS
OF INITIAL PRINCIPAL OFFICE OF COMPANY**

The mailing and street address for the principal office of the Company is 2600 Dade Avenue, Panama City Beach, Florida 32408.

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ARTICLE IV - INITIAL REGISTERED AGENT

The name and street address of the registered agent in Florida for the Company is:

Whitney Hipsh, Esquire
1283 Eglin Parkway, Suite A
Shalimar, Florida 32579

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ARTICLE V- MANAGEMENT

The Company is to be managed by its managers, and is therefore a manager-managed limited liability company.

ARTICLE VI - INITIAL MANAGERS

William L. Lake
2600 Dade Avenue
Panama City Beach, Florida 32408

Joel D Ring
105 Cabrillo Ct
Lompoc, CA 93437

ARTICLE VII - ADDITIONAL MEMBERS

An interest of a Member of the Company may only be transferred or assigned to such extent as is provided in the Operating Agreement.

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ARTICLE VIII - AUTHORIZED REPRESENTATIVE

The name and address of the authorized representative for purposes of executing these Articles of Organization is Whitney Hipsh, whose address is 1283 Eglin Parkway, Suite A, Shalimar, Florida 32579.


IN WITNESS WHEREOF, the undersigned has executed these Articles on April 25th 2012, as the authorized representative for the Members of the Company.

By: 

Whitney Hipsh, Authorized Representative

ACCEPTANCE BY THE REGISTERED AGENT

I, WHITNEY HIPSH, hereby accept appointment as Registered Agent for the Limited Liability Company, LRL Properties, LLC, and do hereby understand and accept the obligation of the position, and acknowledge my acceptance with my signature below.

Date: April 25th, 2012

Whitney Hipsh, Registered Agent

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