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FILED
12 MAY 31 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS
JUN -1 2012
EXAMINER

W.F. Green (1912-1993)
William H. Green

Green & Green
Attorneys at Law
Post Office Box 609
DeFuniak Springs, Florida 32435

664 Baldwin Avenue
DeFuniak Springs, Florida 32435
Phone (850) 892-7213
Phone & Fax (850) 892-2137

May 30, 2012

VIA UPS NEXT DAY AIR

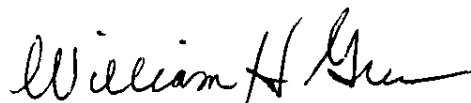
Department of State
Division of Corporations
Clifton Bldg.
2661 Executive Center Circle
Tallahassee, FL 32301

Dear Sir or Madam:

I am enclosing herewith Articles of Organization of Penny Ventures, LLC, along with a certificate of designation for registered agent and check in the amount of \$155.00 to cover the costs of filing fees.

Please file the Articles and provide me with a certificate of status at your earliest convenience.

Yours very truly,



WILLIAM H. GREEN

WHG/bb

Enclosures

ARTICLES OF ORGANIZATION
OF
PENNY VENTURES, LLC

FILED
12 MAY 31 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Penny Ventures, LLC.

ARTICLE II - ADDRESS

The mailing address of the company shall be P.O. Box 1239, Crestview, Florida 32536, and the street address of the principal office of the company shall be 298 Wedgewood Lane, Crestview, Florida 32536.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office shall be at 664 Baldwin Avenue, DeFuniak Springs, Florida 32435, and the initial registered agent shall be William H. Green.

ARTICLE V - INITIAL MEMBERS

The names and addresses of the initial members are as follows:

Nancy G. Peaden
P.O. Box 1239
Crestview, FL 32536

Alice Barbar
875 Aurelia Street
Boca Raton, FL 33486

ARTICLE VI - MANAGING MEMBER

The limited liability company is to be managed by a managing member, and the name and address of the managing member are as follows:

Nancy G. Peaden
P.O. Box 1239
Crestview, FL 32536

ARTICLE VII - PURPOSES AND POWERS

The purpose of this organization is to do any and all lawful business. In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these

Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the

business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

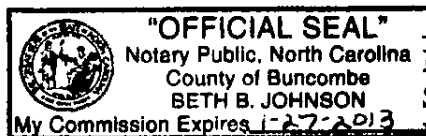
IN WITNESS WHEREOF, the undersigned members have made and subscribed these Articles of Organization this 29th day of May, A.D. 2012.

Nancy G. Peader
Nancy G. Peader

STATE OF ~~FLORIDA~~²³³ North Carolina
COUNTY OF Buncombe

FILED
12 MAY 31 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 29th day of May, A.D. 2012, by Nancy G. Peader, who () is personally known to me or (✓) has produced a Florida Driver's License for identification.



Beth B. Johnson
Notary Public
State of ~~Florida~~^{North Carolina} at Large
My Commission Expires: 1-27-2013

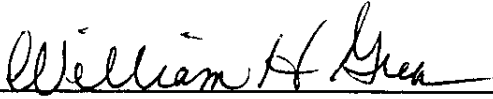
ACCEPTANCE OF REGISTERED AGENT

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the person named in the articles of organization of Penny Ventures, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: _____

5/30/12



William H. Green
Registered Agent