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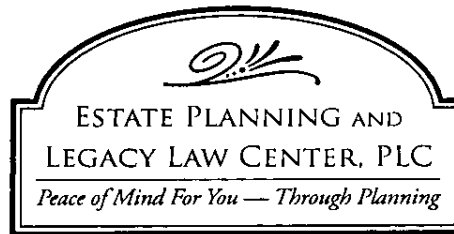
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2012 JUN 12 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHARLES D. WILDER, JD, LL.M (TAX)
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JULIE JO ADAMS, ESQ.
ATTORNEY AT LAW

159 Lookout Place - Suite 101 - Maitland, FL 32751 - Phone: 407-647-PLAN (7526) - Fax: 407-644-2194 - www.epllc-plc.com

June 7, 2012

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **Afere Holdings, LLC**

Dear Sir/Madam:

Enclosed please find the Articles of Organization for the above referenced entity. Also enclosed, please find a check in the amount of \$125.00 representing the Filing fee and the Registered Agent fee. Please establish **Afere Holdings, LLC** and return the official Articles to our office in the envelope provided.

Your assistance with this matter is appreciated. Should you have any questions, please do not hesitate to contact me at 407-647-7526 or mstofko@epllc-plc.com.

Sincerely,

ESTATE PLANNING AND LEGACY LAW CENTER, PLC

Moria S. Stofko, FRP
Paralegal to Julie Jo Adams

mss

Enclosures

cc: George T. Besong via email only

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TALLAHASSEE, FLORIDA
DIVISION OF STATE

Articles of Organization of the Afere Holdings, LLC

A Florida Limited Liability Company

Section 1.01 Introduction and Preliminary Statements

The undersigned Organizer, desires to form a limited liability company pursuant to the Laws of the State of Florida by delivering in duplicate to the Secretary of State of the State of Florida these Articles of Organization, in accordance with the provisions of Florida Limited Liability Company Act, hereinafter referred to as the "Act".

Section 1.02 Name

The name of the limited liability company, referred to as the "Company", is:

Afere Holdings, LLC,
A Florida Limited Liability Company

Section 1.03 Duration

The Company shall exist for a perpetual duration from the date of filing these Articles of Organization with the Secretary of State of the State of Florida, unless dissolved according to law.

Section 1.04 Objects and Purposes

The nature of the business and the objects and purposes to be transacted, promoted or carried on, and for which the Company is organized, are as follows: to carry on and engage in and conduct any lawful business or investment activities, and exercise all of the powers, rights and privileges which a limited liability company organized under the Act may have and exercise.

Section 1.05 Principal Place of Business

The principal place of Business of the Company is:

Physical Address:
810 N. Spring Garden Avenue
DeLand, Florida 32720

Mailing Address:
Mr. George T. Besong
810 N. Spring Garden Avenue
DeLand, FL 32720

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Section 1.06 Registered Agent and Registered Office

The name of the initial registered agent is Estate Planning and Legacy Law Center, PLC, and the original registered addresses are as follows:

Physical Address:
159 Lookout Place, Suite 101
Maitland, FL 32751

Mailing Address:
159 Lookout Place, Suite 101
Maitland, FL 32751

Section 1.07 Registered Agent Consent

Estate Planning and Legacy Law Center, PLC, accepts the appointment as agent of Afere Holdings, LLC, a Florida Limited Liability Company, upon whom process, notices and demands may be served, whose principal place of business and records are located at the address stated above. We understand that as agent it will be our responsibility to receive service of process, to forward mail, and to immediately notify the Office of the Secretary of State in the event of our resignation or any changes in the Registered Office Address.

Dated: 5/23/12

Estate Planning and Legacy Law Center, PLC
Registered Agent


By: Julie Jo Adams, Authorized Attorney

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TALLAHASSEE, FLORIDA

Section 1.08 Name and Address of Organizer

George T. Besong, 810 N. Spring Garden Avenue, DeLand, Florida 32720

Section 1.09 Additional Contributions

Additional contributions to the Company shall be made at such times and in such amounts as may be provided in the Operating Agreement.

Section 1.10 Additional Members

The Company shall have the right to admit additional Members to the Company in accordance with the terms and conditions of the Company's Operating Agreement. Any Member who is subsequently admitted as a Member of the Company shall have all of the rights and obligations of a Member under the Operating Agreement. Any transferee of a Member's Interests in the Company shall be treated as an Assignee until such time as that transferee is admitted as an Additional or Substitute Member, if ever, in accordance with the terms of the Operating Agreement.

Section 1.11 Continuation of Business

In the event of the death, disability, retirement, resignation, withdrawal, expulsion, or bankruptcy, of a Member, or the occurrence of an event, which terminates the continued

membership of a Member in the Company, the remaining Members and Manager of the Company shall have the right to continue the business of the Company in accordance with the terms of the Operating Agreement. In the event that the remaining Members and Manager fail to continue the business of the Company in accordance with the terms of the Operating Agreement, the Company shall be dissolved and liquidated in accordance with the provisions of the Act and the Operating Agreement.

Section 1.12 Operating Agreement and Authority

The manner in which the Company conducts its business and affairs, the duties and authority of its Members and Manager and the rights and obligations of its Members and Managers to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement adopted by the initial Members and Manager of the Company. Said Operating Agreement may from time to time be amended in accordance with the provisions contained therein.

Section 1.13 Management

The business of the Company shall be conducted under the management of its Manager who shall have exclusive authority to act for the Company in all matters. The authorities and duties of the Manager will be set forth in the Operating Agreement name and address of the initial Manager is:

George T. Besong
810 N. Spring Garden Avenue
DeLand, Florida 32720

Section 1.14 Indemnification and Liability

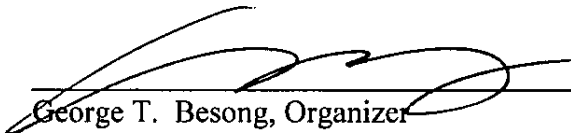
The Company may, as determined by the Manager of the Company, indemnify and advance expenses to a Member, Manager, employee or agent of the Company in connection with any proceeding, to the extent permitted by and in accordance with applicable laws and statutes and the Act and the Operating Agreement of the Company.

Section 1.15 Transferability of Interest

No interest in the Company may be transferred except as specifically set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF the undersigned forms this limited liability company on this date:

Executed on May 21, 2012


George T. Besong, Organizer