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CHALMERS H. BARNES A GLENN E. COHEN REBECCA H. COZART † JOHN CHERNESKI * ERIC R. ANDEER

June 27, 2012

ST. AUGUSTINE OFFICE 1576 U.S. HIGHWAY I, SOUTH ST. AUGUSTINE, FL 32084 TEL (904) 824-4141

ART MUSEUM DRIVE

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

Re: Articles of Organization RF Ventures II, LLC for filing new Florida LLC

Dear Sir:

Enclosed please find enclosed the Articles of Organization for RF Ventures II, LLC.

Please return all correspondence concerning this matter to Glenn E. Cohen of Barnes & Cohen, P.A., located at 2747 Art Museum Dr., Suite 500, Jacksonville, FL 32207. For further information concerning this matter please call Eric R. Andeer at 904-396-51891. Enclosed you will find a check in the amount of \$160.00 representative of the filing fee for this LLC, a certified copy and certificate of status. This check has been made payable to Registration Section. Division of Corporations.

Thank you for your attention to this matter.

Very truly yours,

BARNES & COHEN, P.A.

Eric R. Andeer

Enclosures

ARTICLES OF ORGANIZATION FOR RF VENTURES II, LLC

(A Florida Limited Liability Corporation)

ARTICLE I: The name of the limited liability company is RF VENTURES II, LLC.

ARTICLE II: The principal office address and mailing address is:

Barnes & Cohen, P.A. 2747 Art Museum Dr., Suite 500 Jacksonville, FL 32207

ARTICLE III: The name and the Florida street address of the Registered Agent is:

Randy Frankel 2201 Collins Avenue Pent House #1 Miami Beach, FL 33139

Having been named as registered agent and to accept service of process for the above state 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, F.S..

Registered Agent's Signature

ARTICLE IV: The name and address of the Managing Member is as follows:

MGRM: Randy Frankel 2201 Collins Avenue Pent House #1 Miami Beach, FL 33139 12 JUN 28 AM 10: 34

ARTICLE V: The effective date will be the date of filing.

REQUIRED SIGNATURE:

Signature of Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Printed name of signee

12 IIIN 28 AM IO: 34