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Division of Corporations

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**FLORIDA LIMITED LIABILITY CO.
The Fred Group, LLC**

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**ARTICLES OF ORGANIZATION
OF
THE FRED GROUP, LLC**

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company")

ARTICLE I

Name

The name of the Company is The Fred Group, LLC.

ARTICLE II

Initial Principal Office Street and Mailing Address

The Company's initial principal office is: 716 S. Wilson Avenue
Lakeland, Florida, 33801

The Company's initial mailing address is: 716 S. Wilson Avenue
Lakeland, Florida, 33801

ARTICLE III

Powers and Purposes

The general purpose for which the Company is organized is to transact any and all lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

Initial Registered Agent and Office

The name and street address of the registered agent in the State of Florida are: Frederick J. Koehler, II, 716 S. Wilson Avenue, Lakeland, Florida 33801.

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ARTICLE V
Management

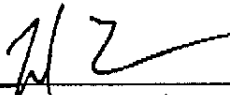
The Company shall be managed by one or more managers and is, therefore, a manager-managed company and the names and addresses of the initial managers of the Company are:

Name**Address**

Frederick J. Koehler, II

716 S. Wilson Avenue
Lakeland, Florida, 33801

IN WITNESS WHEREOF, the undersigned authorized representative of a member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 16 day of August, 2012.



Frederick J. Koehler, II

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered agent office, the undersigned accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this 16 day of August, 2012.

REGISTERED AGENT



Frederick J. Koehler, II

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