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FLORIDA LIMITED LIABILITY CO.

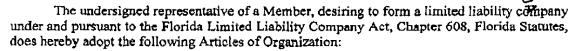
Brand Management Group Holding, LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION FOR BRAND MANAGEMENT GROUP HOLDING, LLC (a Florida limited liability company)



ARTICLE I. NAME

The name of the limited liability company is: BRAND MANAGEMENT GROUP HOLDING, LLC.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Company is:

1605 Main Street, Suite 400 Sarasota, Florida 34236

ARTICLE III. DURATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written agreement of all Members.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are:

Gina L. Mascio 1605 Main Street, Suite 400 Sarasota, Florida 34236

ARTICLE V. MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by no fewer than one (I) Manager, who shall be elected by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The names and business addresses of the six initial Managers of the Company are as follows:

Ronald T. Simkins 1605 Main Street, Suite 400 Sarasota, Florida 34236 Arthur D. Lambert 1605 Main Street, Suite 400 Sarasota, Florida 34236

> Jeffrey A. Herrmann 12713 Fontana Street Leewood, KS 66209

Bruce E. Campbell 5560 Pine Brooke Court Bloomfield Hills, MI 48304

Mark A. Buchman 5466 S Westridge Dr. New Berlin, WI 53151

Ralph D. Giammarco 5466 S Westridge Dr. New Berlin, WI 53151

Such Manager shall serve in such capacity until the first meeting of the Members or until his successor shall be duly elected and qualified.

ARTICLE VI. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.

Ronald Z Simkins

Authorized Representative of the Sole Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE OF BRAND MANAGEMENT GROUP HOLDING, LLC

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, Brand Management Group Holding, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the state of Florida.

- 1. The name of the Company is: BRAND MANAGEMENT GROUP HOLDING, LLC.
- 2. The name of the registered agent and the address of the registered office are:

NAME:

Gina L. Mascio

ADDRESS:

1605 Main Street, Suite 400

Sarasota, FL 34236

Having been named as registered agent and to accept service of process for the above stated 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.

Date: 12/27/2012

Gina L. Mascio

Registered Agent

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