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**FLORIDA LIMITED LIABILITY CO.
SYNERGY ASSET MANAGEMENT HOLDINGS, LLC**

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ARTICLES OF ORGANIZATION
OF
SYNERGY ASSET MANAGEMENT HOLDINGS, LLC

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I

Name

The name of this Company shall be: SYNERGY ASSET MANAGEMENT HOLDINGS, LLC.

ARTICLE II

Place of Business

The principal place of business and mailing address of this Company shall be 1120 E. Kennedy Blvd., #207, Tampa, Florida 33602, and such other place or places as may be designated by the manager from time to time.

ARTICLE III

Registered Agent and Office

The initial registered agent for this Company shall be David J. DeMarcay and the address of the registered agent for service of process shall be 1120 E. Kennedy Blvd., #207, Tampa, Florida 33602.

ARTICLE IV

Management of Business

The Company shall be member-managed. The initial managing members of the company are Michael C. DeMarcay and David J. DeMarcay, whose mailing address is 1120 E. Kennedy Blvd., #207, Tampa, Florida 33602.

The undersigned has executed these Articles of Organization this 27th day of November, 2012.



DAVID J. DEMARCA, Managing Member

Prepared By:

William B. Spottswood, Jr., Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
(727) 461-1818
Bar No. 073171

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CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 1120 E. Kennedy Blvd., #207, Tampa, Florida 33602, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated this 27th day of November, 2012.



DAVID J. DEMARCA Y

#1159762