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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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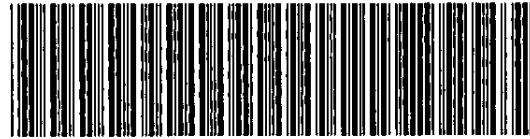
(Business Entity Name)

(Document Number)

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2013 APR -1 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BOSTICK
APR 2 2013
EXAMINER

K JOSHUA T. KELESKE, P.L.
Trusted Counsel of Tampa Bay

March 28, 2013

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

Re: BitMotive, LLC

Dear Sir or Madam:

Enclosed for filing are the original and one (1) copy of the Articles of Organization of the above referenced entity. Upon filing, please return the stamped copy of the filed Articles of Organization to me in the enclosed postage paid envelope.

I am enclosing our firm check in the amount of \$125.00 to cover the filing fee for the entity.

If you have any questions, please contact me.

Very truly yours,


Joshua T. Keleske

JTK:rp
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF ORGANIZATION
OF
BITMOTIVE, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Company shall be: BITMOTIVE, LLC

ARTICLE II
ADDRESS AND PLACE OF BUSINESS

The mailing and street address for the Company's principal office is 8710 W. Hillsborough Avenue #235, Tampa, Florida 33615.

ARTICLE III
MANAGEMENT

The Company shall be member-managed.

ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 3330 W. Kennedy Boulevard, Suite 204, Tampa, Florida 33609, and the name of its initial registered agent is JOSHUA T. KELESKE. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

ARTICLE V
ACKNOWLEDGMENT

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of BITMOTIVE, LLC. These Articles of Organization may be amended from time to time by consent of the members holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 28th day of March, 2013.


MARK HAMMONDS, Authorized Agent

FILED
2013 APR - 1 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF
BITMOTIVE, LLC

PAGE 2

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of BITMOTIVE, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 28th day of March, 2013.



JOSHUA T. KELESKE

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