

Division of Corporations

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THUNDERCLOUD RESOURCES, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

THUNDERCLOUD RESOURCES, LLC

The undersigned executes these Articles of Organization of THUNDERCLOUD RESOURCES, LLC to form a limited liability company pursuant to the Florida Limited Liability Company Act:

ARTICLE I. NAME

The name of the limited liability company is: THUNDERCLOUD RESOURCES, LLC

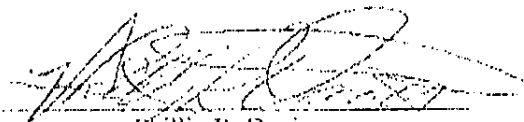
ARTICLE II. ADDRESS

The mailing and street address of the principal office of the limited liability company is 3816 W. Linebaugh Avenue, Suite 200, Tampa, Florida 33618.

ARTICLE III. REGISTERED AGENT AND OFFICE

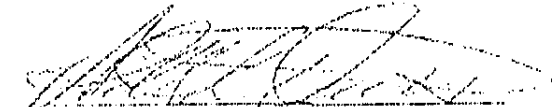
The street address of the initial registered office of the limited liability company is 3816 W. Linebaugh Avenue, Suite 200, Tampa, Florida 33618, and the name of the limited liability company's initial registered agent at that address is Phillip R. Davis.

Having been named 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.


Phillip R. DavisARTICLE IV. MANAGEMENT OF COMPANY

The limited liability company is a manager-managed limited liability company. The initial manager of the Company is Phillip R. Davis, at 3816 W. Linebaugh Avenue, Suite 200, Tampa, Florida 33618.

EXECUTED: April 2, 2013


Phillip R. Davis, Authorized Representative