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**L13000064157**

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SMOKES, LLC**

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TALLAHASSEE, FLORIDA

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**AMENDED AND RESTATED**  
**ARTICLES OF ORGANIZATION**  
**OF**  
**SMOKES, LLC**  
A Florida Limited Liability Company

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The undersigned, pursuant to Chapter 608, Fla. Stat., and the filing requirements of Chapter 605, Fla. Stat., hereby makes, acknowledges and files the following Amended and Restated Articles of Organization for SMOKES, LLC, a limited liability company organized and existing under the laws of the State of Florida, for the purpose of amending and restating the Articles of Organization of the company filed with the Florida Secretary of State on May 1, 2013 under Document No. L13000064157.

**ARTICLE I**

The name of the Limited Liability Company (the "Company") shall be:

SMOKES, LLC

**ARTICLE II**

The mailing and street address of the Company is:

16854 SW 64<sup>TH</sup> Street  
Southwest Ranches FL 33331

**ARTICLE III**

The name and Florida address of the Company's Registered Agent is:

Gary Aboff  
5151 Collins Avenue, Suite 227  
Miami Beach FL 33141

**ARTICLE IV**

The Company shall be manager-managed and shall be managed by the following manager, who shall serve until his earlier resignation or removal:

Leonard Adler  
16854 SW 64<sup>TH</sup> Street  
Southwest Ranches FL 33331

**ARTICLE V**

The Company's existence shall be perpetual.

**ARTICLE VI**

The manager(s) and the member(s) shall not be personally liable for the debts, obligations, or liabilities of the Company.

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**ARTICLE VII**

The power to amend, alter or repeal these Articles of Organization shall as set forth in the Operating Agreement of the Company.

**ARTICLE VIII**

The Company has the authority and shall issue Certificates of Membership to each member evidencing that member's interest in the Company.

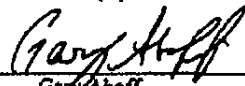
WHEREFORE these Amended and Restated Articles of Organization have been duly authorized by the unanimous written consent of the members and managers and have been duly executed by its duly authorized manager.

Dated: April 7, 2014

  
Leonard Adler - Manager

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for SMOKEES, LLC at the place designated in these Articles of Organization, 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 Chapters 605 and 608, Fla. Stat.

  
Gary Aboff

Dated: April 7, 2014

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