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FLORIDA LIMITED LIABILITY CO.
Par 3 Holdings, LLC

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B. BOSTICK

JUN - 3 2013

EXAMINER

413000119862

**ARTICLES OF ORGANIZATION
OF**

PAR 3 HOLDINGS, LLC

The undersigned organizer, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this limited liability company shall be PAR 3 HOLDINGS, LLC (hereinafter the "Company")

ARTICLE II - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business in accordance with the laws of Florida as enumerated in the Florida Limited Liability Company Act.

ARTICLE III - DURATION

This Company shall have perpetual existence.

ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE

The mailing and street address and location of the principal offices of the Company shall be 1200 W. Platt Street, Suite 100, Tampa, Florida 33606, but the Company shall have the power to establish branch offices and other places of business at such other places within or without the state of Florida as may be determined and deemed expedient by the Members.

ARTICLE V - REGISTERED AGENT

The name and street address of the initial registered agent of this Company shall be Frederick J. Mills, Esquire, of Morrison & Mills, P.A., at 1200 W. Platt Street, Suite 100, Tampa, Florida 33606.

ARTICLE VI - MEMBERSHIP

This Company shall have three (3) Members initially. The names and addresses of the initial members are:

Paul W. Stosberg
2924 W Crooked Stick Ct.
Lecanto, FL 34461

Hey Bird, LLC, a Florida limited liability company
1005 Eden Isle Drive N.E.
St. Petersburg, Florida 33704

Frederick J. Mills and Karen F. Mills, husband and wife
3006 W Euclid Avenue
Tampa, Florida 33629

Additional Members may be admitted to the Company only upon unanimous affirmative vote of all of the then existing Members and upon such terms as may be unanimously agreed upon by such exiting Members in writing. At no time during the existence of this Company shall there ever be less than one Member.

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ARTICLE VII - MANAGEMENT

The management of the affairs of this Company shall be delegated to a manager. The Members have unanimously agreed in writing to have this Company managed by Frederick J. Mills, as its Manager. In the event that Frederick J. Mills is unable to serve as the Manager, then Paul Slosberg shall be the Manager of the Company. In the event that Paul Slosberg is unable to serve as Manager, then the Members shall appoint or elect Manager of the Company.

ARTICLE VIII - ANNUAL MEETING

The time and place of the annual Members' meeting shall be the 15th day of March of each and every year at the principal offices of the Company unless otherwise fixed in the Regulations or by a resolution of the Members, and the Members may waive notice thereof before or after the meeting.

ARTICLE IX - POWERS

This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act.

ARTICLE X - AMENDMENTS

This Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto by unanimous affirmative vote of all of the Members of the Company at the time of such proposed amendment, and any right conferred upon the Members is subject to this reservation.

ARTICLE XI - CONTINUATION OF EXISTENCE

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Member or Members of the Company shall have a right, by affirmative vote, to continue the existence and business of the Company.

ARTICLE XII - OPERATING AGREEMENT

At a later date, the Members, if they so choose, shall adopt an Operating Agreement to govern the operation of this Company. In the event an Operating Agreement is not adopted by the members then the majority vote of the members shall determine the vote of the members for any matters that come to the vote of the Members. The Operating Agreement may thereafter be repealed or altered only upon affirmative vote of all of the Members of the Company at the time of such proposed amendment.

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ARTICLE XIII - CONTRIBUTIONS

The amount of cash, the description and agreed value of other non-cash contributions, and the amount or description of property anticipated to be contributed by the Members shall be addressed, if at all, in a document separate and distinct from these Articles. For the initial purchase of the property to be held by the Company, each member shall contribute one third (1/3) of the required monetary contribution.

ARTICLE XIV - ADDITIONAL CONTRIBUTIONS

Each Member of the Company shall make additional capital contributions to the Company only upon the unanimous consent of all of the Members.

ARTICLE XV - TAX STATUS

This Company shall be treated as a partnership for federal tax purposes.

ARTICLE XVI - INDEMNIFICATION

The Company shall indemnify any person who was or is a party defendant or is threatened to be made a party defendant, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Company) by reason of the fact that he is or was a Member of the Company, Manager, employee or agent of the Company, or is or was serving at the request of the Company, for instant expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred in connection with such action, suit or proceeding if the Members determine that he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Company, and with respect to any criminal action proceeding, has no reasonable cause to believe his/her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of "no Contendere" or its equivalent, shall not in itself create a presumption that the person did or did not act in good faith and in a manner which he reasonably believed to be in the best interest of the Company, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his/her conduct was lawful.

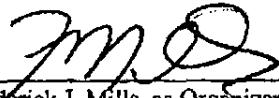
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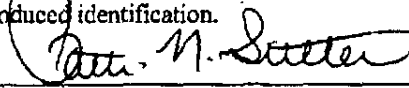
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IN WITNESS WHEREOF, the undersigned has hereunto set his hands and seal, acknowledged,
and filed the foregoing Articles of Organization under the existing laws of the State of Florida.


Frederick J. Mills, as Organizer

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 30th day of May, 2013, by Frederick J. Mills, who is personally known to me or who has produced identification.


NOTARY PUBLIC, STATE OF FLORIDA
Patti N. Sutter



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TALLAHASSEE, FLORIDA

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**STATEMENT OF ACCEPTANCE
OF APPOINTMENT AS REGISTERED
FOR
PAR 3 HOLDINGS, LLC**

Having been named in the Articles of Organization of PAR 3 HOLDINGS, LLC, as Registered Agent to accept service of process for the aforesaid company at its registered office at 1200 West Platt Street, Suite 100, Tampa, Florida 33606, the undersigned does hereby agree to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties, including those duties and obligations specified in the Florida Limited Liability Company Act.

By: *FJM*
Frederick J. Mills, Registered Agent

DATE: May 30, 2013

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2013 MAY 31 AM 8:4
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 30th day of May, 2013, by Frederick J. Mills, Esq. who is personally known to me or who has produced identification.

Patti N. Sutter
NOTARY PUBLIC, STATE OF FLORIDA
Patti N. Sutter

Print Name: _____
My Commission Expires: _____
My Commission No. is: _____



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