

6/28/13

Jun. 28. 2013 9:01

Division of Corporations

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Account Name : FRAZIER & FRAZIER, ATTORNEYS AT LAW, P.A.
Account Number : I20090000113
Phone : (904) 353-5616
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FLORIDA LIMITED LIABILITY CO.
SMN Capital, LLC

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$125.00

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No. 0146 P. 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

SMN CAPITAL, LLC

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I - NAME

The name of the limited liability company (the "Company") shall be SMN Capital, LLC.

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the Company shall be 3912 Whispering Trail, Green Cove Springs, Florida 32043.

ARTICLE III - REGISTERED AGENT

The initial registered office of the Company shall be 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204 and its initial registered agent at such office shall be Frazier & Frazier, Attorneys at Law, P.A.

ARTICLE IV - ADDITIONAL MEMBERS

Additional members (as the term "member" is defined in §608.402(21) of the Act) may be admitted at such times and on such terms and conditions as provided in the Operating Agreement.

ARTICLE V - MANAGEMENT OF THE COMPANY

The Company will be a manager-managed company managed in accordance with and subject to the requirements of the Act and the Operating Agreement of the Company. The names and addresses of the initial managers of the Company are as follows:

Manager

Address


Scarlett M. Nestler

3912 Whispering Trail, Green Cove
Springs, Florida 32043

Peter J. Nestler

3912 Whispering Trail, Green Cove
Springs, Florida 32043

Dated this 28th day of June, 2013.



W. Robinson Frazier,
Authorized Representative

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No. 0146 P. 3

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

SMN Capital, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Frazier & Frazier, Attorneys at Law, P.A. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204, as its agent to accept service of process within the state.

DATED this 28th day of June, 2013.



W. Robinson Frazier
Authorized Representative

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, the undersigned hereby agrees to accept the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

DATED this 28th day of June, 2013.

FRAZIER & FRAZIER,
ATTORNEYS AT LAW, P.A.



W. Robinson Frazier, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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