

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L13000123797
FILED 8:00 AM
August 30, 2013
Sec. Of State
jshivers

Article I

The name of the Limited Liability Company is:
RC BRANDS HOLDINGS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
2915 BISCAYNE BOULEVARD
SUITE 303
MIAMI, FL. 33137

The mailing address of the Limited Liability Company is:
2915 BISCAYNE BOULEVARD
303
MIAMI, FL. 33137

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
AURORA MORTIMER
2915 BISCAYNE BOULEVARD
303
MIAMI, FL. 33137

Having been named as registered agent and 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.

Registered Agent Signature: AURORA MORTIMER

Article V

The name and address of managing members/managers are:

Title: MGRM
DANIEL HOLTZ
2915 BISCAYNE BOULEVARD SUITE 303
MIAMI, FL. 33137

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Article VI

The effective date for this Limited Liability Company shall be:

09/15/2013

Signature of member or an authorized representative of a member

Electronic Signature: AURORA MORTIMER

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.

13000123797
RC BRANDS HOLDINGS, LLC

September 3, 2013

Justin Shivers
Registration/Qualification Section
Department of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Document Number: W13000048510
Entity Name: RC BRANDS HOLDINGS, LLC

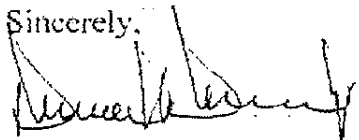
Mr. Shivers:

I have been informed above referenced entity is unavailable since it is the same as, or it is not distinguishable from the name of RC BRANDS HOLDINGS, INC. P13000070953. Please be advised I'm the same principal for both entities. Please proceed with the filing.

Should you have any other concerns, do not hesitate to contact me.

Thank you for your assistance.

Sincerely,



Daniel M. Holz