

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

L13000156356
FILED 8:00 AM
November 06, 2013
Sec. Of State
jsaulsberry

Article I

The name of the Limited Liability Company is:
WORTHINGTON INDUSTRIES LLC

Article II

The street address of the principal office of the Limited Liability Company is:
17501 PRESERVE WALK LANE
104
NEW TAMPA, FL. 33647

The mailing address of the Limited Liability Company is:
17501 PRESERVE WALK LANE
104
NEW TAMPA, FL. 33647

Article III

The purpose for which this Limited Liability Company is organized is:
TO OWN AND OPERATE SMOOTHIE KING FRANCHISES.

Article IV

The name and Florida street address of the registered agent is:
MERLE A NEED
418 DOWN PINE DRIVE
SEFFNER, FL. 33584

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: MERLE A. NEED

Article V

The name and address of managing members/managers are:

Title: MGR
MERLE A NEED
418 DOWN PINE DRIVE
SEFFNER, FL. 33584 US

Title: MGRM
DEBORAH H NEED
418 DOWN PINE DRIVE
SEFFNER, FL. 33584 US

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Signature of member or an authorized representative of a member

Electronic Signature: MERLE A. NEED

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.