

7/30/2014

Division of Corporations

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TALLAHASSEE, FLORIDA

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FLORIDA LIMITED LIABILITY CO.
Orlando Exotics, LLC

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JUL 31 2014

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ARTICLES OF ORGANIZATION

The undersigned, pursuant to the provisions of Chapter 605 of the Florida Statutes (the "Act"), for the purpose of forming of a limited liability company under the laws of Florida, sets forth the following articles of organization:

ARTICLE I NAME

The name of the limited liability company is Orlando Exotics, LLC (the "Company").

ARTICLE II DURATION

Unless earlier terminated under the Act or the Company's operating agreement, the duration of the company is perpetual.

ARTICLE III PURPOSE

The Company is organized for the purpose of conducting any and all business and activities permitted by the Act and any other applicable laws of the State of Florida and the United States of America. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE IV ADDRESSES

The Company's mailing address is:

c/o Calandrino Law Firm, P.A.
301 East Pine Street, Suite 950
Orlando, Florida 32801

The Company's principal place of business is located at:

4700 Millenia Boulevard, #175
Orlando, Florida 32839

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The initial registered agent and registered office in Florida for the Company is:

Assured Compliance Services, LLC
301 East Pine Street, Suite 950
Orlando, Florida 32801

The undersigned is familiar with and accepts the duties and responsibilities as registered agent for the Company stated under § 605.0113(3), Fla. Stat.; namely, (a) to forward to the limited liability company or registered foreign limited liability company, at the address most recently supplied to the agent by the company or foreign limited liability company, a process, notice, or demand pertaining to the company or foreign limited liability company which is served on or received by the agent, and (b) if the registered agent resigns, to provide the notice required under § 605.0115(2) to the company or foreign limited liability company at the address most recently supplied to the agent by the company or foreign limited liability company.

ASSURED COMPLIANCE SERVICES, LLC

By: 

Philip K. Calandrino, Manager

**ARTICLE VI
CAPITAL CONTRIBUTIONS**

The members may contribute capital to the Company in the manner prescribed by the Company's operating agreement, as it may be amended from time to time.

**ARTICLE VII
MEMBERSHIP**

The Company shall have at least one member at all times and may admit additional members upon the prior, unanimous written agreement of all then-existing members or as the Company's operating agreement may otherwise provide.

ARTICLE VIII CONTINUITY

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the written consent the Company's remaining members.

ARTICLE IX MANAGEMENT

The Company will be managed by one or more managers appointed by the members in accordance with the terms of the operating agreement. As such, the Company will be manager-managed. The name of the initial manager, each of whom may serve until the first annual meeting of the members or until a successor is elected and qualified is as follows:

Manager: Artem Kozhokar

ARTICLE X INDEMNITY

Except as expressly provided in the Company's operating agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

ARTICLE XI EFFECTIVE DATE

Pursuant to § 605.0207(5)(a), Fla. Stat., the effective date of organization for the Company is July 30, 2014.

Signature of authorized representative of the Company's member(s):


Philip K. Calandrino