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FLORIDA LIMITED LIABILITY CO.
Imbibe Ventures, LLC

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**ARTICLES OF ORGANIZATION
OF
IMBIBE VENTURES, LLC**

The undersigned hereby adopts these Articles of Organization in order to form a limited liability company under Chapters 605, Florida Statutes.

**ARTICLE I
NAME**

The name of the limited liability company is Imbibe Ventures, LLC (the "Company").

**ARTICLE II
EXISTENCE AND DURATION**

The existence of the Company shall commence on the filing of these Articles of Organization with the Florida Department of State and its existence shall be perpetual, unless it is earlier dissolved as provided in these Articles of Organization, its Regulations, or by operation of the Florida Limited Liability Company Act.

**ARTICLE III
PURPOSE**

The Company is organized for the purpose of engaging in and transacting any lawful business permitted under the laws of the State of Florida and shall have the power to do any and all acts necessary, appropriate, or incidental to such purpose.

ARTICLE IV
BUSINESS AND MAILING ADDRESS

The initial street address of the principal office of the Company is 9428 Baymeadows Road, Suite 500, Jacksonville, Florida 32256. The initial mailing address of the Company is 9428 Baymeadows Road, Suite 500, Jacksonville, Florida 32256.

ARTICLE V
REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Company in the state of Florida is Nathan E. Groff. The registered office of the initial registered agent in the state of Florida is located at 9428 Baymeadows Road, Suite 500, Jacksonville, Florida 32256.

ARTICLE VI
MANAGEMENT

The Company is to be a manager-managed company.

ARTICLE VII
MANAGER

The name and address of the Manager, which Manager may be changed as provided in the Operating Agreement for the Company, are as follows:

<u>Title:</u>	<u>Name and Address:</u>
Manager	Nathan E. Groff 9428 Baymeadows Road, Suite 500 Jacksonville, Florida 32256

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ARTICLE VIII
LIMITED LIABILITY

No member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

ARTICLE IX
ADMISSION OF ADDITIONAL MEMBERS

The members of the Company shall have the right to admit additional members on such terms and conditions as are provided in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned manager has made and subscribed to these Articles of Organization this 17th day of December 2014.

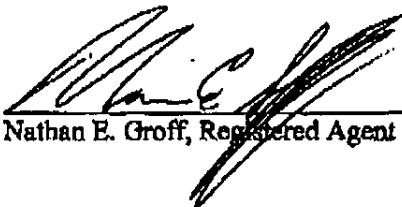

Nathan E. Groff, Manager

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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
IMBIBE VENTURES, LLC**

Pursuant to Sections 605.0113 of the Florida Limited Liability Company Act, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Imbibe Ventures, LLC, a limited liability company organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named limited liability company, and does hereby agree to comply with the provisions of the Florida Limited Liability Company Act, and the general laws of the state of Florida relative to keeping open the Registered Office of said limited liability company, which Registered Office is located at 9428 Baymeadows Road, Suite 500, Jacksonville, Florida 32256.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on this 17th day of December 2014.


Nathan E. Groff, Registered Agent

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