

07/29/2015

12:08 Driver, McAfee, Peek &amp; Hawthorne

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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
REALLY GOOD PARENT COMPANY, LLC**

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
REALLY GOOD PARENT COMPANY, LLC**

Pursuant to Section 605.0202 of the Florida Revised Limited Liability Company Act, the Articles of Organization of Really Good Parent Company, LLC, originally filed on July 1, 2015, are amended and restated in their entirety to read as follows:

**ARTICLE I - NAME**

The name of the limited liability company is Really Good Parent Company, LLC (the "Company").

**ARTICLE II - ADDRESS**

The street and mailing address of the Company's principal office are:

2886 Merrill Boulevard  
Jacksonville Beach, Florida 32250

**ARTICLE III - PURPOSE**

The Company is organized for the purpose of performing all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The Company (i) designates One Independent Drive, Suite 1200, Jacksonville, Florida 32202 as the street address of the Company's registered office, and (ii) names Contega Business Services, LLC, as the Company's registered agent at that address.

**ARTICLE V - MANAGEMENT AND AUTHORITY**

The Company shall be a member-managed company, and the members will exercise all of the authority, powers, privileges and rights of the Company.

The following individuals shall serve as managing members of the Company so long as they are members of the Company:

Verb Ventures, LLC  
347 Ahern Street  
Atlantic Beach, Florida 32233

POUR Craft Beer, LLC  
2886 Merrill Boulevard  
Jacksonville Beach, Florida 32250

Prepared by:  
Driver, McAfee, Peek & Hawthorne, P.L.L.  
One Independent Drive, Suite 1200  
Jacksonville, Florida 32202  
904-301-1269

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**ARTICLE VI - INDEMNIFICATION**

The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a member or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a member or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance reasonable indemnification expenses (including attorneys' fees and costs) for actions taken in the capacity of such person as a member or officer within twenty (20) days after receipt by the Company of (i) a written statement requesting such advance, (ii) evidence of the expenses incurred, and (iii) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

IN WITNESS THEREOF, the undersigned has hereunto set his hand and seal this 21 day of July, 2015.

**REALLY GOOD PARENT COMPANY, LLC**

By:   
Tim Brack, President

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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned (i) agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Amended and Restated Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and (ii) acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

Dated: July 29, 2015

**CONTEGA BUSINESS SERVICES, LLC**

By: *W. M. Hammill II*

William M. Hammill II, Executive Vice President

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