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**FLORIDA LIMITED LIABILITY CO.**  
**1022 Fleming, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
1022 FLEMING, LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

**ARTICLE I  
Name**

The name of this Company shall be: 1022 FLEMING, LLC.

**ARTICLE II  
Place of Business**

The principal place of business and mailing address of this Company shall be 1403 Catherine Street, Key West, Florida 33040 and such other place or places as may be designated by the manager from time to time.

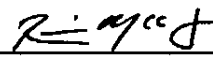
**ARTICLE III  
Registered Agent and Office**

The initial registered agent for this Company shall be Richard J. McChesney and the address of the registered agent for service of process shall be 500 Fleming St., Key West, FL 33040.

**ARTICLE IV  
Management of Business**

The Company shall be manager-managed. The initial managers of the Company shall be TRACI WRIGHT, CHRIS WRIGHT, JANA WHITESIDE and ANZONETTIE BROWN.

The undersigned has executed these Articles of Organization on July 15<sup>th</sup>, 2015.

  
\_\_\_\_\_  
RICHARD J. MCCHESENEY  
Authorized Representative

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**Prepared By:**  
Richard J. McChesney, Esquire  
Spottswood, Spottswood & Spottswood  
500 Fleming St.  
Key West, FL 33040  
(305) 294-9556  
Bar No. 100308

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**CERTIFICATE OF DESIGNATION**  
**AND ACCEPTANCE OF REGISTERED AGENT**

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 500 Fleming St., Key West, FL 33040, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated July 13<sup>th</sup>, 2015.

  
\_\_\_\_\_  
Richard J. McChesney

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