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FLORIDA LIMITED LIABILITY CO.
MEDCAP SOLUTIONS, LLC

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**ARTICLES OF ORGANIZATION
OF
MEDCAP SOLUTIONS, 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: MEDCAP SOLUTIONS, LLC.

**ARTICLE II
Place of Business**

The principal place of business and mailing address of this Company shall be 911 Chestnut Street, Clearwater, Florida 33756, 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 Michael T. Cronin, and the address of the registered agent for service of process shall be 911 Chestnut Street, Clearwater, Florida 33756.

**ARTICLE IV
Management of Business**

The Company shall be manager-managed. The initial manager of the company is Raj Pamnani, whose mailing address is 911 Chestnut Street, Clearwater, Florida 33756.

The undersigned has executed these Articles of Organization this 29th day of October 2015.


RAJ PAMNANI, Manager

Prepared By:

Michael T. Cronin, Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
(727) 461-1818
Bar No. 0469841

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 911 Chestnut Street, Clearwater, Florida 33756, 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 this 29th day of October 2015.



MICHAEL T. CRONIN

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EXHIBIT "A"

All tangible and intangible personal property of WOODSIDE-USA, LLC, a Florida limited liability company (the "Company"), however arising or created and whether now existing or hereafter arising, existing or created, together with additions, substitutions, increases and replacements, and if applicable, the dividend or payment rights of such items, and the proceeds thereof (each item is referred to as "Collateral" and collectively as the "Collateral"). The Collateral shall include, without limitation, the following that is owned by the Company:

1. All furniture, furnishings, fixtures, appliances, equipment, and all other tangible personal property now or hereinafter owned or acquired by the Company wherever located, together with all accessories and parts now attached to or used in connection with any such items or which may hereafter at any time be placed in or added thereto and also any and all replacements and proceeds of any such items.
2. All present and future inventory of the Company wherever located, including all items sold in the ordinary course of business by the Company (which sale is permitted hereunder so long as the Company is not in default of its obligations under its loan with Secured Party).
3. All present and future rents, issues, profits, income accounts, accounts receivable and the proceeds thereof and any business activity conducted by the Company.
4. All present and future right, title and interest of the Company under and by virtue of each and every patent, copyright, franchise, license, permit, lease, contract, sale agreement, sales order, invoice, or any other document or contractual right, written or verbal, of which the Company is a party, whether now or hereafter made, and any and all amendments to or modifications, extensions or renewals thereof and all proceeds thereof.
5. All present and future right, title and interest of the Company under and by virtue of each and every fictitious or other name or trade name used by the Company in conjunction with the operation of its business.
6. All present and future right, title and interest of the Company in and to all unearned premiums accrued, accruing or to accrue under any and all insurance policies now or hereafter provided pursuant to the terms of the Security Agreement and other instruments of security executed by the Company in favor of Security Agreement, and all proceeds or sums payable: (i) from the loss of, or damage to, all items covered by such policies; or (ii) from rents, income, profits or proceeds from leases, franchises, concessions, licenses or otherwise incident to any of the Company's property.
7. Any and all awards or payments, including interest thereon, and the right to receive the same, as a result of: (i) the exercise of the right to eminent domain; (ii) the alteration of the grade of any street; or (iii) any other injury to, taking of, or decreasing the value of any property owned or leased by the Company.

8. All bank accounts and deposit accounts into which the proceeds of the foregoing are deposited.

The Company is presently leasing space located at 3132 W. Idlewild Avenue, Tampa, Florida 33674.

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