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FLORIDA LIMITED LIABILITY CO.
Tattooed Dog Holdings, LLC

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ARTICLES OF ORGANIZATION
OF
TATTOOED DOG HOLDINGS, LLC

The undersigned subscribers to the Articles of Organization, each a natural person competent to contract, hereby associate themselves together to form a limited liability company under the provisions of Chapter 605 of the laws of the State of Florida.

ARTICLE I

The name of the limited liability company is: TATTOOED DOG HOLDINGS, LLC.

ARTICLE II

The duration of this limited liability company shall be perpetual.

ARTICLE III

The initial address of the place of business in the State of Florida of this limited liability company is 950 Paradise Circle, Atlantic Beach, Florida 32233, and the initial mailing address is the same.

ARTICLE IV

The registered office shall be Suite 2301, One Independent Drive, Jacksonville, Florida 32202, and the registered agent at that same address is Daniel D. Akel, Esquire.

ARTICLE V

The members of this limited liability company may admit additional members upon the unanimous approval of the existing members and the contribution of cash or property in an amount to be unanimously approved by the existing members.

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ARTICLE VI

In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the liability company, the business of the limited liability company may be continued if all of the remaining members unanimously consent to such continuance of business.

ARTICLE VII

This limited liability company is to be managed by a manager or managers and the name and address of the initial managers who are to serve as managers until the first annual meeting of members or until their successor or successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
William E. Hart	950 Paradise Circle Atlantic Beach, Florida 32233
Joshua D. Putterman	950 Paradise Circle Atlantic Beach, Florida 32233

In the event there is more than one (1) manager, either manager shall have the right and ability to act alone without the other manager.

ARTICLE VIII

The date of the existence of the limited liability shall be the date of the filing of the Articles of Organization by the Department of State of the State of Florida.

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ARTICLE IX

The Articles of Organization of this limited liability company maybe amended in any manner permitted by Chapter 605, Florida Statutes.

ARTICLE X

Management of the limited liability company shall be vested in a manager or managers who shall be elected annually by the members in the manner prescribed by and provided in the regulations of the limited liability company. The manager or managers may or may not be members. The manager or managers shall also hold the offices and have the responsibilities accorded to them by the members and set out in the operating agreement of the limited liability company. All rights of members of this limited liability company shall be in proportion to their contributions to the capital of the limited liability company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

ARTICLE XI

The power to adopt, alter, amend, or repeal the regulations of this limited liability company shall be vested in the manager or managers of the company. Regulations adopted by the manager or managers maybe repealed or altered; new regulations may be adopted by the members; and the members may prescribe in any regulations made by them that such regulations may not be altered, amended or repealed by the manager or managers. The regulations may contain any provisions for the regulation and management of the affairs of the limited liability company not in consistent with law or the Articles of Organization.

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ARTICLE XII

No debt shall be contracted nor liability incurred by or on behalf of this limited liability company except by one or more of its managers.

ARTICLE XIII

The interest of a member in the limited liability company may be transferred or assigned as provided in the operating agreement; however, if all of the other members of this limited liability company other than the member proposing to dispose of his or its interest do not approve of the proposed transfer or assignment by unanimous written consent, the transferee of the interest of the member shall have no right to participate in the management of the business and affairs of this limited liability company or to become a member. Such transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member otherwise would be entitled.

SIGNED by the undersigned as the authorized representative of the members, this 1st day of April, 2016.

WILLIAM (BILLY) E. HART, Co-Manager

By: 
DANIEL D. AKEL, an
Authorized Representative

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ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process as registered agent for the above stated limited liability company, at the place designated in the Articles of Organization of the limited liability company to which this is attached, I hereby accept the appointment as registered agent and I agree to act in this capacity, and agree to comply with the provision of said act relative to keeping open the registered office at the address below.



DANIEL D. AKEL, Esq.
One Independent Drive, Suite 2301
Jacksonville, Florida 32202

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