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SCOTT DAVID KRUEGER
Attorney at Law

2022 NORTHWEST 43RD STREET, SUITE D-3
POST OFFICE BOX 7000
GAINESVILLE, FLORIDA 32605

February 19, 1996

GAINESVILLE (904) 376-3000
OCALA (904) 732-4405
TELEFACSIMILE (904) 373-7347

Department of State
Division of Limited Liability Companies
Post Office Box 6327
Tallahassee, FL 32314

Re: Blg Red Faces, Management, L.C.

To whom it may concern:

Enclosed please find the original Articles of Organization for the above named, as well as an original certificate acknowledging acceptance as Registered Agent/Registered Office, together with our check in the amount of \$285.00 to cover the following costs:

Filing Fee	\$ 250.00
Registered Agent	
Designation Fee	<u>35.00</u>
Total	<u>\$ 285.00</u>

Your prompt response in confirmation of the filing of the Articles is appreciated.

Thank you for your assistance in this matter.

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***285.00 ***285.00

Sincerely yours,


Scott David Krueger

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Enclosures

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96 APR 16 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 23, 1996

SCOTT DAVID KRUEGER, ESQ.
P.O. BOX 7099
GAINESVILLE, FL 32605

SUBJECT: BIG RED FACES, MANAGEMENT, L.C.
Ref. Number: W96000004182

We have received your document for BIG RED FACES, MANAGEMENT, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 696A00008077

SCOTT DAVID KRUEGER
Attorney at Law

2622 NORTHWEST 43RD STREET, SUITE B-3
POST OFFICE BOX 7099
GAINESVILLE, FLORIDA 32608

GAINESVILLE (804) 370-3090
OCALA (804) 733-4408
TELEFACSIMILE (804) 373-7347

April 10, 1996

*Ms. Agnes Lunt, Corporate Specialist
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314*

*Re: Big Red Faces, Management, L.C.
Reference Number: W96000004182*

Dear Ms. Khosla, or to whom it may concern:

I enclose the Articles of Organization of Big Red Faces, Management, L.C. as well as an Affidavit of Membership and Contributions. Please also find enclosed a copy of your letter requesting the affidavit. If everything is in order, please file these documents and send me a confirmation at your earliest convenience.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,


Scott David Krueger

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Enclosures

**ARTICLES OF ORGANIZATION OF
BIG RED FACES, MANAGEMENT, L.C.**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned adopt the following Articles of Organization for the purpose of becoming a limited liability company under the Florida Limited Liability Company Act.

ARTICLE I

Name

The name of the limited liability company, referred to in these Articles as "company," is Big Red Faces, Management, L.C.

ARTICLE II

Duration

The period of duration of company is twenty nine years, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE III

Purpose

The purpose for which Company is organized is to transact any or all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

ARTICLE IV

Principal Address

The address of company's principal place of business in Florida is 6261 N.W. 118th Street, Lowell, Florida 32663.

ARTICLE V

Registered Agent and office

The name of Company's initial registered agent in Florida is Scott David Krueger. The address of Company's registered office in Florida is 2622 Northwest 43rd Street, Suite B-3, Gainesville, Florida 32606.

ARTICLE VI

Capital Contributions

The total amount of cash contributions is \$1,000.00.

ARTICLE VII

Management

The company is to be managed by a manger. The initial manager will serve until the first annual meeting of the members. The initial manager is identified as follows:

Gabriel Dixon, whose address is Post Office Box 194, Gainesville, Florida 32602.

ARTICLE VIII

Admission of New Members

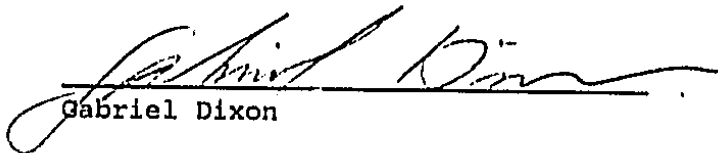
Members shall have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE IX

Additional Provisions


The power to adopt, alter, amend, or repeal the regulations for the company is vested entirely in its members.

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned have executed these Articles of Organization on this 19th day of February, 1996, at Gainesville, Florida:


Gabriel Dixon

STATE OF FLORIDA
COUNTY OF ALACHUA

Subscribed and acknowledged before me by **Gabriel Dixon** and subscribed and sworn to before me by the witnesses, on this 19th day of February, 1996. **Gabriel Dixon** is personally known to me (yes ☒ no ☐) or has produced _____ as identification.


NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
Printed Name: Scott David Krueger

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SCOTT DAVID KRUEGER
My Comm Exp. 6/27/97
Bonded By Service Ins
No. CC297521

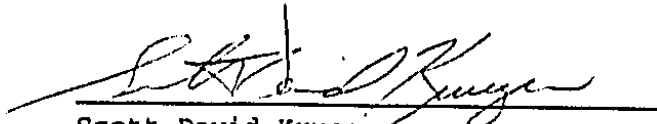
1100 1/2 S. 1st St. #1000 Gainesville, FL 32601

ACKNOWLEDGEMENT OF REGISTERED
AGENT/REGISTERED OFFICE

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the Dig Red Faces, Management, L.C., a limited liability company, at 2622 Northwest 43rd Street, Suite B-3, Gainesville, Florida, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 2/17/96



Scott David Krueger

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Big Red Faces, Management, L.C., deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$5,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$5,000.00. This total includes amounts from 2 and 3 above.

In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Gabriel Dixon - Member