

# LIMITED LIABILITY COMPANY OPERATING AGREEMENT

of

FranNet Global, LLC

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LIMITED LIABILITY COMPANY OPERATING AGREEMENT made this 16th day of October, 2013, by and between the Initial Members and all others admitted as Members pursuant to the terms hereof.

## 1. FORMATION

1.1 Formation. In accordance with the Act, the Members hereby organize a limited liability company for the purposes hereinafter expressed.

## 2. MANAGEMENT & MEETINGS

2.1 Management. (a) Except to the extent provided in Subsection (b) or elsewhere in this Agreement, the management of the business and affairs of the Company shall be vested in the Members.

(b) The authority of any Member to act in any matter may be overridden by a Majority of the Members. Furthermore, no Member shall take any action with regard to any matter specified on Schedule "2.1" without first obtaining the consent of a Majority of the Members (or such greater percentage, if one is specified on Schedule "2.1").

2.2 Meetings. No meetings of the Members need be held. However, meetings of the Members may be called by any Member, or combination of Members, owning no less than that Interest in the Company specified on Schedule "2.2".

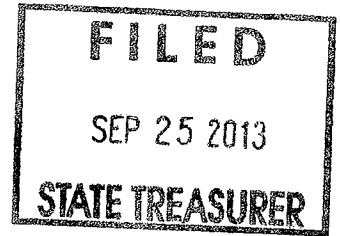
## 3. CAPITAL CONTRIBUTIONS

3.1 Required Contributions. Each Initial Member shall be required to contribute to the Capital of the Company the amount specified on Schedule "3.1/4.1".

## 4. LIMITED LIABILITY COMPANY INTEREST

4.1 Limited Liability Company Interest. The Limited Liability Company Interest of each Initial Member shall be as set forth on Schedule "3.1/4.1".

CERTIFICATE OF FORMATION  
OF  
FranNet Global, LLC



This Certificate of Formation dated September 25, 2013 is being duly executed and filed by R. W. Worthington, Jr., as organizer, to form a limited liability company under the Revised Uniform Limited Liability Company Act.

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1. The name of the limited liability company is  
FranNet Global, LLC

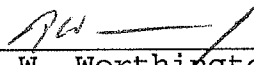
2. The name and address of the limited liability company's initial registered office and agent is:

Jack Armstrong  
214 Bridge Street  
Building D  
Metuchen, NJ 08840

3. The duration of the limited liability company's existence shall be perpetual.

The undersigned represents that this Limited Liability Company has one or more members, and that this filing complies with the requirements detailed in the Revised Uniform Limited Liability Company Act. The undersigned hereby attests that he is authorized to sign this certificate on behalf of the Limited Liability Company.

Dated: September 25, 2013

  
\_\_\_\_\_  
R. W. Worthington, Jr.  
Organizer

5. GENERAL PROVISIONS

5.1 Adoption. The General Provisions set forth on Exhibit "5.1" are incorporated herein and made a part hereof as if set forth in their entirety.

6. SEAL & CERTIFICATES

6.1 Seal. The seal of the Company shall be in the form of the impression affixed hereon.

6.2 Certificates. The certificates evidencing the ownership of Limited Liability Company Interests shall be in the form of the certificate attached hereto.

IN WITNESS WHEREOF, the parties hereto, with the intention of being legally bound hereby, have caused this Agreement to be signed and sealed the day and year first above written.

FranNet, LLC

By: Jania Bailey  
Jania Bailey, its President & COO

\_\_\_\_\_  
Member Signature

Jania Bailey  
Printed Name

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Member Signature

\_\_\_\_\_  
Member Signature

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Printed Name

Affix Company  
Seal here