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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : LAW OFFICE OF TIMOTHY C. SCHULER
Account Number : I19990000239
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LIMITED LIABILITY COMPANY
PHOENIX AUTOPAPER, LLC

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 10, 2005

PHOENIX AUTOPAPER, LLC
531 BOCA CIEGA POINT SOUTH
ST PETERSBURG, FL 33708

SUBJECT: PHOENIX AUTOPAPER, LLC
REF: W05000028706

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

✓ The registered agent must sign accepting the designation.

✓ Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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

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ARTICLES OF ORGANIZATION
OF
PHOENIX AUTOPAPER, LLC,
A Florida Limited Liability COMPANY

ARTICLE I
NAME

The name of this limited liability company is PHOENIX AUTOPAPER, LLC, referred to in these Articles of Organization as the "Company."

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company is 531 Boca Ciega Point South, St. Petersburg, Florida, 33708.

ARTICLE III
REGISTERED OFFICE AND AGENT

The Company's registered agent is TIMOTHY C. SCHULER, whose registered office is located at 9075 Seminole Boulevard, Seminole, Florida, 33772.

ARTICLE IV
MEMBERS

The organizer of the Company is TIMOTHY C. SCHULER, a natural person at least eighteen (18) years old, and the company will have one member initially, to wit:

SAM DAVIS
3627 Boca Ciega Point South
St. Petersburg, Florida 33708

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**ARTICLE V
PURPOSE AND POWERS**

This Company is organized with a general business purpose and, has all powers provided by law and may use those powers to any lawful purpose.

**ARTICLE VI
MANAGEMENT BY MEMBERS**


The Company will be managed by its member.

**ARTICLE VII
RELATIONSHIP OF ARTICLES OF ORGANIZATION TO OPERATING AGREEMENT**

If a provision of these Articles of Organization differs from a provision of the Company's operating agreement, then, to the extent allowed by law, these Articles will govern.

Executed this 10th day of June, 2005.

BY:


TIMOTHY C. SCHULER
Organizer

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby 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 positions as registered agent as provided in Chapter 608, F.S.


TIMOTHY C. SCHULER
Registered Agent

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