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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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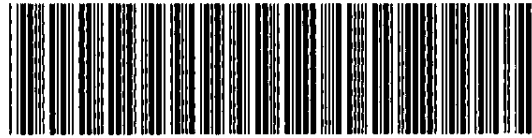
(Business Entity Name)

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B. KOHR
JAN -6 2011
EXAMINER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 JAN -6 AM 10:15

Foley & Lardner (Tom Maida)
Requester's Name

106 E. College Ave
Address

Tallahassee / FL / 32301 850 222 6100
City/State/Zip Phone #

Call when ready

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
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(Corporation Name) (Document #)
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(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
CHARLESTON LANE HOLDINGS, LLC**

FILED
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DIVISION OF CORPORATIONS
11 JAN -6 AM 10:15

The undersigned, for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE I -- NAME OF COMPANY

The name of the limited liability company shall be Charleston Lane Holdings, LLC (the "Company").

ARTICLE II -- DURATION OF EXISTENCE

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless otherwise dissolved as provided in these Articles of Organization or the Company's Operating Agreement.

ARTICLE III -- PRINCIPAL OFFICE

The street address of the principal office of the Company shall be 106 East College Avenue, Suite 900, Tallahassee, Florida 32301, and the mailing address of the principal office of the Company shall be P.O. Box 1819, Tallahassee, Florida 32302.

ARTICLE IV -- INITIAL REGISTERED AGENT

The name, mailing and street address of the office of the initial registered agent of the Company in the State of Florida is:

Thomas J. Maida
106 East College Avenue
Suite 900
Tallahassee, Florida 32302

**ARTICLE V -- ADMISSION OF NEW MEMBERS AND
TRANSFERABILITY OF INTERESTS**

No additional members shall be admitted to the Company without first obtaining the unanimous written consent of all the then existing members of the Company, which consent shall be on such terms and conditions as shall be determined by all such then existing members. A member may transfer his, her or its interest in the Company as set forth in the regulations of the Company; provided that such transferee shall have no right to participate in the management of the business and affairs of the Company or become a member of the Company unless all the

other members of the Company, other than the member proposing to transfer such interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VI -- TERMINATION OF EXISTENCE

The Company shall be dissolved not later than twenty (20) years following its commencement, unless earlier terminated and dissolved, upon the (i) involuntary withdrawal of a Member as described in Section 11.3 of the Company's Operating Agreement, (ii) revocation of the corporate charter of a Member, or (iii) dissolution of any Member; provided, however, that the Company will not so dissolve if the remaining Members unanimously agree to continue the existence of the Company.

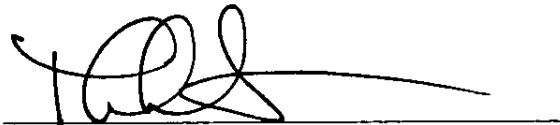
ARTICLE VII -- MANAGEMENT BY MEMBER(S)

The Company shall be managed by one or more of its members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial Managing Member of the Company is:

Thomas J. Maida
P.O. Box 1819
Tallahassee, Florida 32302

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Tallahassee, Florida, on this 6th day of January, 2011.

ORGANIZER:

A handwritten signature in black ink, appearing to read 'T. Maida', is written over a horizontal line.

Thomas J. Maida
Managing Member

**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating its registered agent and registered office, in the state of Florida:

1. The name of the limited liability company is Charleston Lane Holdings, LLC.

2. The name and address of the registered agent and office is:

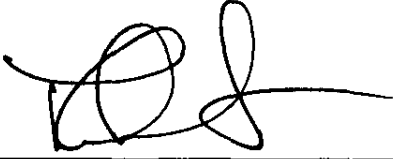
Thomas J. Maida
106 East College Avenue
Suite 900
Tallahassee, Florida 32301

DATED: January 6, 2011.

CHARLESTON LANE HOLDINGS, LLC

By: 
Thomas J. Maida, Organizer/Managing
Member

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, THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

By: 
Thomas J. Maida

DATE: January 6, 2011