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TRANSMITTAL LETTER

Date: December 23, 1999

Department of State
LLC Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-12/28/99--01007--011
****125.00 ****125.00

SUBJECT: Dillard, L.L.C.

Enclosed is an original and one (1) copy of the articles of organization for the above LLC,
and a check for:

Filing Fee \$125 (includes Registered Agent Designation \$25.00);

Check total

\$125.00

FROM: Thomas J. Davis, Jr., Attorney at Law
4575 Via Royale, Suite 206
Ft. Myers, FL 33919
(941) 939-3077

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NOTE: Please provide the original and one copy of the Articles.

**ARTICLES OF ORGANIZATION OF
DILLARD, L.L.C.**

The undersigned, being authorized to execute and file these articles, in order to form a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company, and certifies that:

ARTICLE I

NAME

The name of the limited liability company is:

Dillard, L.L.C.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the limited liability company is:

1401 Kimdale Street
Lehigh Acres, Florida 33936

It shall have the power and authority to establish branch offices at any other place or places as the member may designate, and to change the mailing address and street address of its principal office.

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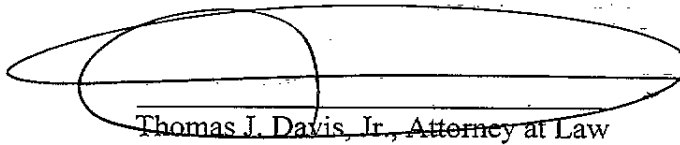
ARTICLE III

Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the agent are:

Thomas J. Davis, Jr.,
Attorney at Law
4575 Via Royale, Suite 206,
Ft. Myers, Florida 33919

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 position as registered agent as provided for in Chapter 608, F.S..



Thomas J. Davis, Jr., Attorney at Law

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TALLAHASSEE, FLORIDA

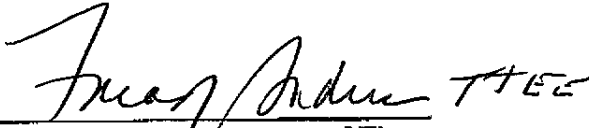
ARTICLE IV

MANAGEMENT (Check box if applicable)

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Dillard, L.L.C.

Executed by the undersigned at Lee County, Florida on the 22 day of December, 1999.


Fred J. Anderson, Trustee of The
M & D Trust u/a dated 12/15/98,
Member


Michael Darrell Dillard, Member

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


Printed name of Member


Printed name of Member

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TALLAHASSEE, FLORIDA