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LIMITED LIABILITY COMPANY
PREMIUM ESTATE LIQUIDATORS, LLC

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**ARTICLES OF ORGANIZATION
OF
PREMIUM ESTATE LIQUIDATORS, LLC**

The undersigned subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

1. Name. The name of the Company is Premium Estate Liquidators, LLC.
2. Principal Office and Mailing Address. The mailing address and the street address of the principal office of the Company is:

1 South School Avenue
Sarasota, Florida 34236

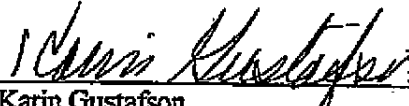
3. Registered Agent. The name of the initial registered agent, and the address of the initial registered office, of the Company is:

Susan Barrett Hecker
200 South Orange Avenue
Sarasota, Florida 34236

By execution hereof, the undersigned accepts appointment as registered agent of the Company and acknowledges that he is familiar with and accepts the obligations of that position.

4. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

In witness whereof, the undersigned has executed these Articles of Organization this 28th day of September, 2000.


Karin Gustafson
Authorized Representative of a Member
of Premium Estate Liquidators, LLC


Susan Barrett Hecker
Registered Agent

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