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ACCOUNT NO. : 072100000032

REFERENCE : 621913 9682A

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 155.00

ORDER DATE : June 13, 2002

ORDER TIME : 11:01 AM

ORDER NO. : 621913-005

CUSTOMER NO: 9682A

CUSTOMER: Jaime Brown, Legal Assistant
Norman P. Freedman, Esq

525. North Newnan Street

Jacksonville, FL 32202

RECEIVED
02 JUN 13 AM 11:28
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: GRACIE, LLC

600005765506--4

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

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02 JUN 13 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

GRACIE, LLC

A LIMITED LIABILITY COMPANY

(Pursuant to s. 608.407, Florida Statutes)

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TALLAHASSEE, FLORIDA

1. NAME. The name of the limited liability company is GRACIE, LLC.
2. PURPOSE. The purpose of this limited liability company is the transaction of any and all lawful business for which limited liability companies may be organized in the State of Florida
3. ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS. The address of the principal office of the limited liability company is 525 North Newnan Street Jacksonville, FL 32202 and its mailing address is 525 North Newnan Street, Jacksonville, FL 32202.
4. MEMBERS AT TIME OF FORMATION. There will be at least one member at the time the limited liability company is formed.
5. MANAGEMENT. The company is to be a manager-managed company. Management of the Limited Liability Company at the time of formation is reserved for the initial members whose names and addresses are as follows:

INITIAL MEMBERS:

NORMAN P. FREEDMAN
525 North Newnan Street
Jacksonville, FL 32202

BERNARD SACHS
4176 Paloma Point Court
Jacksonville, FL 32217

6. ADMISSION OF NEW MEMBERS. With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.
7. MEMBERS RIGHT TO CONTINUE BUSINESS. The remaining members of the limited liability company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company as further set forth in the Operating

Agreement of the limited liability company.


BERNARD SACHS, Member

(In accordance with section 608.408(c), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.)

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

1. NAME. The name of the limited liability company is GRACIE, LLC.
2. REGISTERED OFFICE. The address of the registered office of the limited liability company is 525 North Newnan Street, Jacksonville, FL 32202.
3. REGISTERED AGENT. Norman P. Freedman, P.A., is appointed, and by its authorized signature below accepts appointment, to act as the Registered Agent of GRACIE, LLC.

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.

NORMAN P. FREEDMAN, P.A.

BY: 

Norman P. Freedman, President

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