

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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FILED 8:00 AM
October 31, 2002
Sec. Of State

Article I

The name of the Limited Liability Company is:

BARRY'S FLORIDA LLC

Article II

The street address of the principal office of the Limited Liability Company is:

444 PUTTER POINT COURT
NAPLES, FL. 34103

The mailing address of the Limited Liability Company is:

81 PASEO MIRASOL
TIBURON, CA. 94920

Article III

The name and Florida street address of the registered agent is:

CHARLES PT PHOENIX ESQ.
1833 HENDRY STREET
FORT MYERS, FL. 33901

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.

Registered Agent Signature: CHARLES PT PHOENIX

Article IV

The effective date for this Limited Liability Company shall be:

10/31/2002

Signature of member or an authorized representative of a member

Signature: DOUG BARRY