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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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November 5, 2002

Via Federal Express

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: **Articles of Organization
Depot, LLC**

Dear Sir or Madam:

Enclosed for filing are Articles of Organization for the referenced limited liability company and a check in the amount of \$125.00 for the filing fees.

Please file the enclosed Articles of Organization and return evidence of such filing to the undersigned. Should you have any questions regarding this matter, please call me at (202) 296-9696.

Very truly yours,


Michael D. Ravitch

Enclosures

cc: Robert I. Kling

ARTICLES OF ORGANIZATION
OF
DEPOT, LLC

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Pursuant to Chapter 608 of the Florida Statutes, the undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I: The name of the Limited Liability Company is "Depot, LLC".

ARTICLE II: The mailing address and street address of the principal office of the Limited Liability Company is:


c/o F.F. South & Company, Inc.
78 West Church, Suite 130
Orlando, FL 32801

ARTICLE III: The name and the Florida street address of the registered agent are:

CT Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

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.

CT CORPORATION SYSTEM

By: 
Name: Judith B. Argao
Title: Assistant Secretary

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

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 stated herein are true.


Michael D. Ravitch, Authorized Representative