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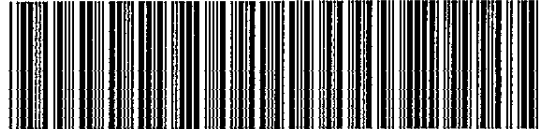
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03 MAR -6 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**SHUTTS
&
BOWEN
LLP**

ATTORNEYS AND COUNSELLORS AT LAW

March 5, 2003

VIA FEDERAL EXPRESS

Secretary of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: **Chico & the Man, LLC**

Ladies and Gentlemen:

Enclosed is an original and one copy of the Articles of Organization for Chico & the Man, LLC, together with a check in the amount of \$155.00. This check represents payment for the following costs:

Filing Fees	\$100.00
Certified Copy	30.00
Registered Agent	<u>25.00</u>
	\$155.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the enclosed Articles of Organization immediately and return the certified copy to the undersigned.

Sincerely,

SHUTTS & BOWEN LLP


James A. Farrell

Enclosures

cc: Messr M. Gonzalez & R. Porcher (w/enc)

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is:

Chico & the Man, LLC

ARTICLE II - Address

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

Mailing and Street
Address:

1870 Forest Hill Blvd., Suite 203
W. Palm Beach, FL 33406
c/o Gonzalez & Porcher, P.A.

FILED
03 MAR -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III - Registered Agent and Office

The name and the Florida street address of the initial registered agent of the Limited Liability Company are:

Registered Agent:

CORPORATION COMPANY OF MIAMI

Street Address

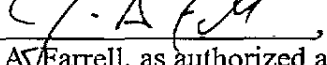
201 South Biscayne Blvd.
1500 Miami Center
Miami, Florida 33131

ARTICLE IV - Management

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

Date: March 4, 2002

Chico & the Man, LLC,
a Florida limited liability company

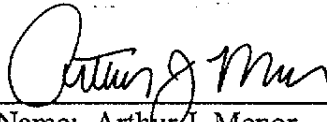
By: 
James A. Farrell, as authorized agent
For Randall Porcher, Manager

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

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

CORPORATION COMPANY OF MIAMI
REGISTERED AGENT

By: 
Name: Arthur J. Menor
Title: Vice President

FILED
03 MAR -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEES:
\$100.00 Filing Fee for Articles of Organization
\$25.00 Designation of Registered Agent
\$30.00 Certified Copy (OPTIONAL)
\$5.00 Certificate of Status (OPTIONAL)