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(Address)

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(City/State/Zip/Phone #)

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TO: Registration Section
Division of Corporation

SUBJECT: Pic & Save Liquidation LLC

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

A. Wellington Barlow, Esquire
A. Wellington Barlow, Esquire, P.A.
1403 Dunn Avenue, Suite 17
Jacksonville, Florida 32218

For further information concerning this matter, please call:

A. Wellington Barlow, Esquire at (904) 757 - 2425

STATE OF FLORIDA
DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Pic & Save Liquidation LLC

ARTICLE II - Address:

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

Principal Office Address:

6222 Merrill Road
Jacksonville, Florida 32277

Mailing Address:

6222 Merrill Road
Jacksonville, Florida 32277

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

A. Wellington Barlow, Esquire
1403 Dunn Avenue, Suite 17
Jacksonville, Florida 32218

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, Florida statutes.


Registered Agent's Signature

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DIVISION OF CORPORATE SERVICES

ARTICLE IV - Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

MGR

Jimmy Fender
5671 Boys Ranch Street
Hahira, GA 31632

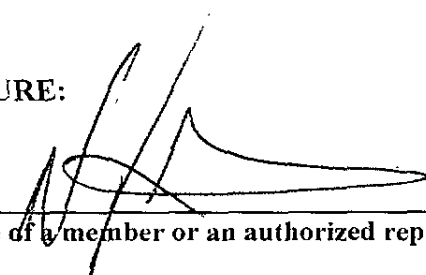
MGRM

Nateer Jumhour
500 Pine Street
Homerville, GA 31634

MGRM

Nagi Muheisen
8966 MacArthur Court South
Jacksonville, FL 32216

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(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.)



Typed or printed name of signee

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DIVISION OF CORP. SERVICES