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LIMITED LIABILITY COMPANY

McNicholas Holdings, LLC

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Page Count	02
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION
OF
MCNICHOLAS HOLDINGS, LLC**

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended (the "Act").

ARTICLE I - NAME

The name of this limited liability company (the "Company") is **McNicholas Holdings, LLC**.

ARTICLE II - ADDRESS

The address of the principal office and mailing address of this Company is 344 Southside Blvd., Suite 103, Jacksonville, Florida 32216.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 1301 Riverplace Blvd., Suite 1500, Jacksonville, Florida 32207, and the name of its initial registered agent at such address is Donald W. Wallis, Esquire.

ARTICLE IV - MANAGEMENT OF THE COMPANY

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

ARTICLE V - LIMITED LIABILITY

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of a Member of the Company, has executed these Articles of Organization this 15th day of December, 2004. 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.

Donald W. Wallis
Donald W. Wallis, Esquire
Authorized Representative

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