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SECRETARY OF STATE
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

R & S Phillips, LLC

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**ARTICLES OF ORGANIZATION OF
R & S PHILLIPS, LLC**

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The undersigned, ROBERT D. HART, JR., a natural person competent to contract and an authorized representative of a member of R & S PHILLIPS, LLC, hereby presents these Articles of Organization as the Articles of Organization of R & S PHILLIPS, LLC, a limited liability company formed under the provisions of Chapter 608, *Florida Statutes*.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the limited liability company is:

R & S PHILLIPS, LLC

This limited liability company is referred to in these articles of organization as the "Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The principal street address of the Company is 1217 Airport Road, Unit 419, Destin, Florida 32541.

ARTICLE III - PURPOSES AND POWERS

This Company is organized for any legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

The date for commencement of the Company's existence shall be August 3, 2005. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the registered office of Company is 125 W. Romana Street, Suite 800, Pensacola, Florida 32502, and the name of the initial registered agent at that address is Robert D. Hart, Jr.

ARTICLE VI - AMENDMENT

These Articles of Organization or any amendment thereto may be amended in accordance with the Florida Limited Liability Company Act and the Operating Agreement for the Company.

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IN WITNESS WHEREOF, the undersigned authorized representative of a member of the Company has executed these Articles of Organization on the date set forth below.

AUTHORIZED REPRESENTATIVE

STATE
TALLAHASSEE, FLORIDA

ROBERT D. HART, JR.

Date: Aug. 3, 2005

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of R & S PHILLIPS, LLC. Further, I am familiar with and accept the duties and obligations of such designation.

ROBERT D. HART, JR.

Date: Aug. 3, 2005