

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000088718
FILED 8:00 AM
September 08, 2005
Sec. Of State
mthomas

Article I

The name of the Limited Liability Company is:

BARRY'S CANDY L.L.C.

Article II

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

1401 CHISHOLM RIDGE COURT
SAINT CLOUD, FL. 34771

The mailing address of the Limited Liability Company is:

1401 CHISHOLM RIDGE COURT
SAINT CLOUD, FL. 34771

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

JAMES C HEMPHILL
1134 NEW YORK AVE.
SAINT CLOUD, FL. 34769

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.

Registered Agent Signature: JAMES C. HEMPHILL

Article V

The name and address of managing members/managers are:

Title: MGR
BARRY GAVIN
1401 CHISHOM RIDGE COURT
SAINT CLOUD, FL. 34771

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Article VI

The effective date for this Limited Liability Company shall be:

09/10/2005

Signature of member or an authorized representative of a member

Signature: JAMES C. HEMPHILL