

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

L06000028647
FILED 8:00 AM
March 17, 2006
Sec. Of State
mthomas

Article I

The name of the Limited Liability Company is:

TILLY'S, LLC

Article II

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

105 A STREET
SEACREST, FL. 32461

The mailing address of the Limited Liability Company is:

P.O. BOX 611381
ROSEMARY BEACH, FL. 32461

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:

CANDACE D FLIPPO
105 A STREET
SEACREST, FL. 32461

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: CANDACE D FLIPPO

Article V

The name and address of managing members/managers are:

Title: MGRM
CANDACE D FLIPPO
P.O. BOX 611381
ROSEMARY BEACH, FL. 32461

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Article VI

The effective date for this Limited Liability Company shall be:

03/17/2006

Signature of member or an authorized representative of a member

Signature: CANDACE D FLIPPO