

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

L06000033513
FILED 8:00 AM
March 30, 2006
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:

PAINT BY NUMBER LLC

Article II

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

#288
981 HIGHWAY 98 EAST SUITE 3
DESTIN, FL. US 32541

The mailing address of the Limited Liability Company is:

#288
981 HIGHWAY 98 EAST SUITE 3
DESTIN, FL. US 32541

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:

TAMMARA D BALTZELL
#288
981 HIGHWAY 98 EAST SUITE 3
DESTIN, FL. 32541

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: TAMMARA D BALTZELL

Article V

The name and address of managing members/managers are:

Title: MEMB
WATERVIEW DEVELOPMENT LLC
467 CAPTAINS CIRCLE
DESTIN, FL. 32541 US

Title: MEMB
FREEDMAN PROPERTIES LLC
836 FLORDON DRIVE
CHARLOTTESVILLE, VA. 22901 US

Signature of member or an authorized representative of a member

Signature: TAMMARA D BALTZELL

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