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FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 24, 2006

W M BRANNEN
P.O. BOX 441149
JACKSONVILLE, FL 32210

SUBJECT: LESLIE'S HIDEAWAY, LLC

We have received your document for LESLIE'S HIDEAWAY, LLC, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$125.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Document Specialist

Letter Number: 306A00020215

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Leslie's Hideaway, LLC.
PO Box 441149
6215 Wilson Blvd
Jacksonville, FL 32210

March 20, 2006

Department of State
Division of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

To Whom It May Concern:

Please record the Articles of Organization of Leslie's Hideaway, LLC.
Which is attached.

Yours truly,

W M Brannen WH

W M Brannen

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**ARTICLES OF ORGANIZATION
OF
LESLIE'S HIDEAWAY, 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 Statute, as the same may from time be amended (the "Act").

ARTICLE I

NAME

The name of the limited liability company (the "Company") is:

LESLIE'S HIDEAWAY, LLC.

ARTICLE II

TERM

The existence of the Company shall commence upon filing of these Articles of Organization with the Florida Department of State and its existence shall be perpetual.

ARTICLE III

ADDRESSES

The initial mailing address of the Company is P.O. Box 441149, Jacksonville, Florida 32222-0012. The initial street address of the principal office of the Company is 6215 Wilson Boulevard, Jacksonville, Florida 32210.

ARTICLE IV

REGISTERED AGENT

The name and address of the initial registered agent of the Company are as follows:

William M. Brannen
6215 Wilson Boulevard
Jacksonville, FL 32210

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ARTICLE V
MANAGEMENT

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

ARTICLE VI

The business of the Company shall be any lawful act under the laws of the State of Florida.

ARTICLE VII
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 a Member of the Company has executed Articles of Organization this 16th day of January, 2005.
AS OF

By: _____

William M. Brannen, Manager

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY
SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED
OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is:

LESLIE'S HIDEAWAY, LLC

2. The name and the Florida street address of the registered agent are:

William M. Brannen
6215 Wilson Boulevard
Jacksonville, FL 32210

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.

Signature of Registered Agent


WILLIAM M. BRANNEN

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