

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

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FILED 8:00 AM
July 19, 2006
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

CAROLINE3, LLC

Article II

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

117 1ST AVE NORTH
JACKSONVILLE BEACH, FL. US 32250

The mailing address of the Limited Liability Company is:

P.O.BOX 2292
PONTE VEDRA, FL. US 32004

Article III

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

JAMES R STOCKTON IV
117 1ST AVE NORTH
JACKSONVILLE BEACH, FL. 32250

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 R. STOCKTON IV

Article IV

The name and address of managing members/managers are:

Title: MGR
JAMES R STOCKTON IV
117 1ST AVE NORTH
JACKSONVILLE BEACH, FL. 32250 US

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Signature of member or an authorized representative of a member

Signature: JAMES R. STOCKTON IV