

LU6000087860

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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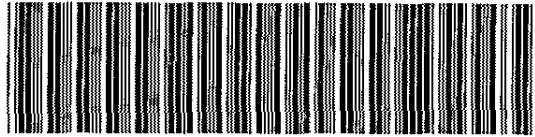
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SECRETARY OF STATE
BUREAU OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 359687 128416A

AUTHORIZATION *[Signature]*

COST LIMIT : \$ 155.00

FILED
06 SEP - 7 PM 2:37
SEAL (FBI) JAIL
TALLAHASSEE, FLORIDA

ORDER DATE : September 7, 2006

ORDER TIME : 11:34 AM

ORDER NO. : 359687-005

CUSTOMER NO: 128416A

DOMESTIC FILING

NAME: MODEL HOLDINGS, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
MODEL HOLDINGS, LLC**

These Articles of Organization re submitted for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended (the "Act").

ARTICLE I - NAME

The name of this limited liability company (the "Company") is **MODEL HOLDINGS, LLC**.

ARTICLE II - ADDRESS

The mailing address of this Company is: c/o Mitchell R. Montgomery, 13400 Sutton Park Drive South, Suite 1402, Jacksonville, Florida 32224. The address of the principal office of this company is: c/o Mitchell R. Montgomery, 13400 Sutton Park Drive South, Suite 1402, Jacksonville, Florida 32224.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 13400 Sutton Park Drive South, Suite 1402, Jacksonville, Florida 32224 and the name of its initial registered agent at such address is Mitchell R. Montgomery.

ARTICLE IV - MANAGEMENT OF THE COMPANY

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

ARTICLE V - 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 an authorized representative of a Member of the Company, has executed these Articles of Organization this 7 day of September, 2006. In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Mitchell R. Montgomery
Authorized Representative

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the below named limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

MODEL HOLDINGS, LLC

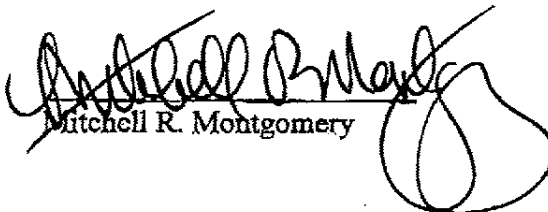
2. The name and address of the registered agent and office are:

**Mitchell R. Montgomery
13400 Sutton Park Drive South, #1402
Jacksonville, Florida 32224**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THE 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.

Dated: September 7, 2006

Signature of Registered Agent


Mitchell R. Montgomery