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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : I20010000247
Phone : (800) 494-3124
Fax Number : (305) 675-2811

DIVISION OF CORPORATIONS

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PHOENIX ART WORKS LLC

Certificate of Status	0
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H06000280404 3

**ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED
LIABILITY COMPANY**

In compliance with Chapter 608, F.S.

ARTICLE I NAME

The name of the Limited Liability Company is:

PHOENIX ART WORKS LLC

ARTICLE II ADDRESS

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

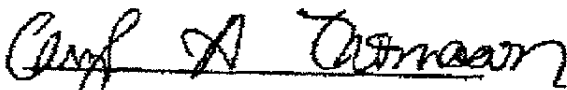
130 MARINER RD
ST AUGUSTINE FL 32086

**ARTICLE III REGISTERED AGENT, REGISTERED OFFICE & REGISTERED
AGENT SIGNATURE**

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

CARYL A THOMASON
130 MARINER RD
ST AUGUSTINE FL 32086

Having been named as registered agent 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 all statutes relating to the proper and complete performance of my duties, and I am familiar with accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..



Registered Agent's signature / CARYL A THOMASON

ARTICLE IV MANAGEMENT

The Limited Liability Company will be managed by one or more managing members and therefore, a Member Managed Company.

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H06000280404 3

H06000280404 3

PAGE 2 PHOENIX ART WORKS LLC

ARTICLE V

The name(s) and address(es) of the managing members of the LLC are:

CARYL A THOMASON
Managing Member: 130 MARINER RD
ST AUGUSTINE FL 32086

A handwritten signature in black ink, appearing to read "Caryl A. Thomason", written over a horizontal line.

Signature of a member or an authorized representative of a member.

(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.)

CARYL A THOMASON
Typed or printed name of signee

H06000280404 3