

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

L06000115147
FILED 8:00 AM
December 01, 2006
Sec. Of State
mhodges

Article I

The name of the Limited Liability Company is:

LITHIA JEWELERS LLC

Article II

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

3450 LITHIA PINECREST ROAD
VALRICO, FL. 33594

The mailing address of the Limited Liability Company is:

8302 LAUREL FAIR CIRCLE
SUITE 100
TAMPA, FL. 33610

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:

GORDON COMER
8302 LAUREL FAIR CIRCLE
SUITE 100
TAMPA, FL. 33610

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: GORDON COMER

Article V

The name and address of managing members/managers are:

Title: MGRM
GORDON COMER
8302 LAUREL FAIR CIRCLE STE 100
TAMPA, FL. 33610

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Article VI

The effective date for this Limited Liability Company shall be:

12/01/2006

Signature of member or an authorized representative of a member

Signature: GORDON COMER