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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PROVIDENT MERCHANDISE SOURCING, LLC

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**ARTICLES OF ORGANIZATION
OF
PROVIDENT MERCHANDISE SOURCING, LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

**ARTICLE I
Name**

The name of this Company shall be: PROVIDENT MERCHANDISE SOURCING, LLC.

**ARTICLE II
Place of Business**

The principal place of business and mailing address of this Company shall be 107 Hampton Road, Suite 120, Clearwater, Florida 33759, and such other place or places as may be designated by the manager from time to time.

**ARTICLE III
Registered Agent and Office**

The initial registered agent for this Company shall be Peter A. Rivellini, and the address of the registered agent for service of process shall be 911 Chestnut Street, Clearwater, Florida 33756.

**ARTICLE IV
Management of Business**

The Company shall be manager-managed. The initial manager shall be Daniel Walker, whose address is 107 Hampton Road, Suite 120, Clearwater, Florida 33759, until the first annual meeting or until a successor is elected and qualified.

The undersigned has executed these Articles of Organization this 19th day of December, 2006.


PETER A. RIVELLINI, authorized
representative

Prepared By:
Peter A. Rivellini, Esquire
Johnson, Pope, Bokor,
Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
Bar No. 0067158
(727) 461-1818

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CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 911 Chestnut Street, Clearwater, Florida 33756, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated: December 19, 2006



PETER A. RIVELLINI

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