

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

L07000007888
FILED 8:00 AM
January 22, 2007
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:
38 PHILLIPS PARTNERS LLC

Article II

The street address of the principal office of the Limited Liability Company is:
9995 GATE PARKWAY NORTH
SUITE 250
JACKSONVILLE, FL. 32246

The mailing address of the Limited Liability Company is:
9995 GATE PARKWAY NORTH
SUITE 250
JACKSONVILLE, FL. 32246

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:
CRONK DUCH HOLDINGS INC.
9995 GATE PARKWAY NORTH
SUITE 250
JACKSONVILLE, FL. 32246

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: LILLIAN H. GIGGEY

Article V

The name and address of managing members/managers are:

Title: MGRM
CRONK DUCH HOLDINGS, INC.
9995 GATE PARKWAY NORTH SUITE 250
JACKSONVILLE, FL. 32246

Title: MBR
SHABBY CHIC LLC
9995 GATE PARKWAY NORTH SUITE 250
JACKSONVILLE, FL. 32246

Title: MBR
MERRIMAC LLC
9995 GATE PARKWAY NORTH SUITE 250
JACKSONVILLE, FL. 32246

Article VI

The effective date for this Limited Liability Company shall be:

01/16/2007

Signature of member or an authorized representative of a member

Signature: JON C. MAZZOLI

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