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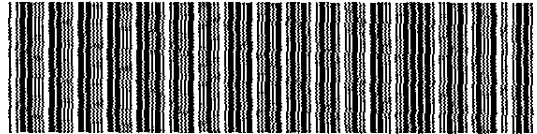
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DATE: 01-23-07

NAME: CARTRIDGE WORLD OF PALO ALTO, LLC

TYPE OF FILING: ARTICLES OF ORGANIZATION

COST:

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ACCOUNT: FCA0000000015

AUTHORIZATION: ABBIE/PAUL HODGE

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**ARTICLES OF ORGANIZATION
OF
CARTRIDGE WORLD OF PALO ALTO, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608,407, hereby make, acknowledge, and file the following Articles of Organization for **CARTRIDGE WORLD OF PALO ALTO, LLC**.

1. The name of the Limited Liability Company shall be **CARTRIDGE WORLD OF PALO ALTO, LLC**. (the "Company").

2. The mailing address and the street address of the principal office of the Company shall be 699 17th Street Causeway, Suite B, Vero Beach, Florida 32960.

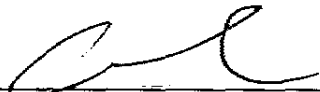
3. The name and street address of the initial registered agent of the Company for service of process in the State of Florida is: HCRM Corp., 2200 NW Corporate Boulevard, Suite 401, Boca Raton, Florida 33431.

4. --The Company shall initially be managed by its members however the members reserve the right in their Operating Agreement to require the Company to be manager-managed.

5. The purpose of the Company is to engage in any activity or business permitted under the laws of the United States or of the State of Florida.

6. The effective date of the Company's existence pursuant to Florida Statutes shall be January 19, 2007, provided such date is within five (5) business days prior to the date of filing.

Executed and subscribed at Boca Raton, Florida on January 22, 2007.



Signature of a member or an authorized
Representative of a member
Print Name: ANDREW M. GROSS

ACCEPTANCE OF REGISTERED AGENT

HCRM CORP. hereby accepts the above appointment as registered agent of *, LLC and acknowledges that it is familiar with the obligations of that position.

HCRM CORP.

By: 

Andrew M. Gross, Vice President