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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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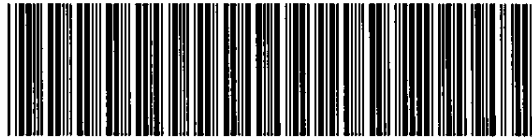
(Business Entity Name)

(Document Number)

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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 776438 7509001

AUTHORIZATION :

Spivey

COST LIMIT : \$ 155.00

FILED
07 FEB 27 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 26, 2007

ORDER TIME : 5:12 PM

ORDER NO. : 776438-005

CUSTOMER NO: 7509001

DOMESTIC FILING

NAME: PAUL'S FIFTH AVE., LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
PAUL'S FIFTH AVE., LLC**

FILED
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TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name

The name of the Limited Liability Company is **PAUL'S FIFTH AVE., LLC**

ARTICLE II — Address

The mailing address and street address of the principal office of the Limited Liability Company is 526 2nd Street North, Safety Harbor, Florida 34695.

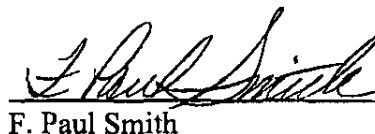
Article III — Registered Agent, Registered Office

The name and the Florida street address of the initial registered agent are F. Paul Smith, 526 2nd Street North, Safety Harbor, Florida 34695.

Article IV — Management

The Limited Liability Company is to be managed by the members and is, therefore, a member-managed company.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 26th day of February, 2007.


F. Paul Smith

(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.)

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

(In accordance with section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



F. Paul Smith