

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

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FILED 8:00 AM
April 09, 2007
Sec. Of State
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Article I

The name of the Limited Liability Company is:
KIRKLAND'S SURPLUS CENTER, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
16005 US HWY 19
HUDSON, FL. US 34667

The mailing address of the Limited Liability Company is:
52 RILEY RD
SUITE 367
CELEBRATION, FL. US 34747

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:
KENT RUNNELLS P.A.
101 MAIN ST.,
SUITE A
SAFETY HARBOR, FL. 34695

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: KENT RUNNELLS, PA

Article V

The name and address of managing members/managers are:

Title: MGRM
R W KIRKLAND, INC.
52 RILEY RD. STE.367
CELEBRATION, FL. 34747 US

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Article VI

The effective date for this Limited Liability Company shall be:

04/09/2007

Signature of member or an authorized representative of a member

Signature: RALPH W KIRKLAND, PRES.R W KIRKLAND, INC