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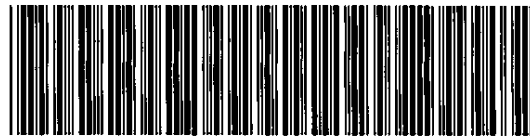
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DATE: 06-04-07

NAME: PHOENIX TOO, LLC

TYPE OF FILING: ARTICLES OF ORGANIZATION

COST: \$125 + \$30= \$155 CK ATTACHED

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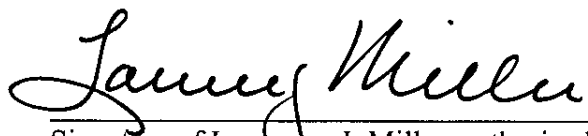
ARTICLES OF ORGANIZATION
OF
PHOENIX TOO, LLC

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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 **PHOENIX TOO, LLC**.

1. The name of the Limited Liability Company shall be **PHOENIX TOO, LLC**. (the "Company").
2. The mailing address and the street address of the principal office of the Company shall be 7 Covlee Drive, Westport, Connecticut 06880.
3. The name and street address of the initial registered agent of the Company for service of process in the State of Florida is: Miller & O'Neill, P.L., 2300 Glades Road, Suite 400E, Boca Raton, Florida 33431.
4. The Company shall be a manager-managed Company.
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 the date of the filing of these articles of organization.

Executed and subscribed at Boca Raton, Florida on May 31, 2007.



Signature of Lawrence J. Miller, authorized
Representative of Mark Zucker, Member

ACCEPTANCE OF REGISTERED AGENT

Miller & O'Neill, P.L. hereby accepts the above appointment as registered agent of **PHOENIX TOO, LLC**, and acknowledges that it is familiar with the obligations of that position.

MILLER & O'NEILL, P.L.

By:



Lawrence J. Miller