

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

L08000043291
FILED 8:00 AM
April 30, 2008
Sec. Of State
ncausseauX

Article I

The name of the Limited Liability Company is:
FFO STORES HOLDINGS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1760 TREE BOULEVARD
ST. AUGUSTINE, FL. US 32084

The mailing address of the Limited Liability Company is:
725 NORTH OCEANSHORE BOULEVARD
FLAGLER BEACH, FL. US 32136

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:
SCOTT P WEBER
100 S ASHLEY DRIVE, SUITE 1900
TAMPA, FL. 33602

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: SCOTT P. WEBER

Article V

The name and address of managing members/managers are:

Title: MGRM
THOMAS MARINO
725 NORTH OCEANSHORE BOULEVARD
FLAGLER BEACH, FL. 32136 US

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Article VI

The effective date for this Limited Liability Company shall be:

04/28/2008

Signature of member or an authorized representative of a member

Signature: SCOTT P. WEBER