

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

L08000049337
FILED 8:00 AM
May 16, 2008
Sec. Of State
gharvey

Article I

The name of the Limited Liability Company is:

\$5 FASHIONS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

625 LAFAYETTE BLVD
OLDSMAR, FL. 34677

The mailing address of the Limited Liability Company is:

625 LAFAYETTE BLVD
OLDSMAR, FL. 3467

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:

GEORGE R WIDGER III
625 LAFAYETTE BLVD
OLDSMAR, FL. 34677

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: G R WIDGER III

Article V

The name and address of managing members/managers are:

Title: MGR
GEORGE R WIDGER III
625 LAFAYETTE BLVD
OLDSMAR, FL. 34677

Title: MGR
VINCENT F WIDGER
625 LAFAYETTE BLVD
OLDSMAR, FL. 34677

Title: MGR
PAULINA E WIDGER
625 LAFAYETTE BVD
OLDSMAR, FL. 34677

Title: MGR
GEORGE R WIDGER JR
100 BEACH DRIVE NE #1502
ST. PETERSBURG, FL. 33701

Article VI

The effective date for this Limited Liability Company shall be:

05/16/2008

Signature of member or an authorized representative of a member

Signature: G R WIDGER III

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