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Kevin Patrick Flood

· Attorney at Law

Member Florida, Louisiana and New York Bar

Arthur E. Flood 1910-1978 Joseph W. Pfister 1908-1962 2163 College Street Jacksonville, Florida 32204 Tel: 904-380-6758 Fax: 800-728-9619 In NYC: 212-699-0730

Email: kpflood@FloodLaw.com Web: www.FloodLaw.com

January 13, 2009

Registration Section Division of Corporations PO Box 6327 Tallahassee, FL 32314-2661

SUBJECT: Riverside Arts Market, LLC

Dear Sir/Madam:

The enclosed Articles of Organization and fee are submitted for filing.

Please return all correspondence concerning this matter to the undersigned.

For further information concerning this matter, please call me at (904) 380-6758.

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Enclosed is a check for the following amount:

\$160.00 Filing Fee, Certificate of Status and Certified Copy (Additional copy is enclosed)

Very trul Tour Kevin Patrick Flood **KPF/bhs**

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I - Name:

The name of the Limited Liability Company is:

RIVERSIDE ARTS MARKET, LLC

ARTICLE II - Address:

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

2623 Herschel Street Jacksonville, Florida 32204

ARTICLE III - Registered Agent & Registered Office:

Riverside Avondale Preservation, Inc. 2623 Herschel Street Jacksonville, Florida 32204

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ARTICLE IV - Member:

The sole Member is:

RIVERSIDE AVONDALE PRESERVATION, INC. 2623 Herschel Street, Jacksonville, Florida 32204

ARTICLE V - Managers:

The name and address of the sole Managing Member is as follows:

MGRM RIVERSIDE AVONDALE PRESERVATION, INC. 2623 Herschel Street, Jacksonville, Florida 32204

REQUIRED SIGNATURE:

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, Riverside Avondale Preservation, Inc. hereby accepts the appointment as registered agent and agrees to act in this capacity and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties, and Riverside Avondale Preservation, Inc. is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, F.S..

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(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.)

Riverside Avondale Preservation, Inc., Sole Member and Registered Agent

BY: Kay Ehas, Chair Dated: 1/12/09