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TALLAHASSEE, FLORIDA

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T. CLINE

MAR -5 2009

EXAMINER

GLICKMAN, WITTERS AND MARELL, P.A.

ATTORNEYS AT LAW

THE CENTURION

SUITE 1101

1601 FORUM PLACE

WEST PALM BEACH, FL 33401

GARRY M. GLICKMAN

CURTIS L. WITTERS

BOARD CERTIFIED IN MARITAL AND FAMILY LAW

WILLIAM J. MARELL

ELIZABETH A. MONTGOMERY

CINDY A. CRAWFORD

JOSEPH R. LOWICKY

TELEPHONE

(561) 478-1111

TELECOPIER

(561) 478-2433

February 27, 2009

Corporate Record Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

Reference: **DIXIE MARKET PROPERTIES, LLC**

Gentlemen:

We are enclosing one original and a duplicate copy of the Articles of Organization for the above referenced proposed company together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles have been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Organization on the duplicate copy, certify and return it to us. Enclosed is our check in the amount of \$125.00 for the filing of these documents

Sincerely,

GLICKMAN, WITTERS & MARELL, P. A.



Garry M. Glickman

GMG:sn

Enclosures (as noted above)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
DIXIE MARKET PROPERTIES, LLC

The undersigned organizer hereby forms a limited liability company under the laws of the State of Florida:

ARTICLE I
COMPANY NAME

The name of this company is:

DIXIE MARKET PROPERTIES, LLC

ARTICLE II
COMMENCEMENT AND TERM OF EXISTENCE

The term of existence of the Company shall commence on the date the Articles of Organization is filed with the Florida Secretary of State, and shall continue perpetually unless dissolved as set forth hereafter.

ARTICLE III

MAILING ADDRESS AND STREET ADDRESS OF THE COMPANY

The mailing address and the street address of the principal office of the limited liability company is 2617 Old Dixie Highway, Riviera Beach, Florida 33404.

ARTICLE IV

REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS

The Registered Agent and the street address of the Registered Agent of this Company in the State of Florida shall be:

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ARTICLE V

Michael Grant
2617 Old Dixie Highway
Riviera Beach, Florida 33404

The members shall be entitled to admit additional members upon the unanimous consent of all then current members. Any new members shall become a member upon payment of his/her contribution to the capital of the Company and upon such member's agreement to comply with the Articles of Organization, Regulations and Operating Agreement of the Company then in existence.

ARTICLE VI

DISSOLUTION

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall not dissolve the Company as long as there remains in existence one (1) member. The Company shall dissolve only as provided in the Operating Agreement of the Company.

ARTICLE VII

MANAGEMENT OF THE COMPANY

The initial Manager of the Company shall be Michael Grant. The Manager, Michael Grant shall be responsible for the management of the Company, and shall have

the full right, power and authority to manage, direct and control all of the business and affairs of the company and to transact business on its behalf.

Notwithstanding the foregoing, the Manager shall have the absolute authority to subcontract any management functions of the Company in his sole and absolute discretion.

ARTICLE VIII

RIGHTS, LIABILITIES AND OBLIGATIONS OF MEMBERS

8.1 Liability of Members: No Member shall be personally liable for the expenses, liabilities, debts or obligations of the Company, unless otherwise provided pursuant to Florida Statute §608.

8.2 Return of Capital: No Member shall have the right to demand the return of his/her/its contribution to capital except as provided in the Company's Regulations and Operating Agreement then in existence.

8.3 Non-Assignability of Membership Interest: No Member may assign his Company interest in whole or in part without the express written consent of 100% of the Company's members, including the member attempting to assign his interest.

The assignee of a member's interest shall have no right to participate in the management of the business and affairs of the Company, except i) as provided in the Operating Agreement and, ii) upon the approval of 100% of the members of the limited liability company including the member assigning the limited liability interest and iii) in compliance with any procedure provided for in the Operating Agreement.

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DIVISION OF CORPORATE
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The assignee of the member's interest shall have no right to become or to exercise any rights or power of a member, except upon the express written approval of 100% of the members of the Company, including the member assigning the interest.

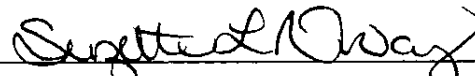
IN WITNESS WHEREOF, the undersigned Organizer has executed the Articles of Organization, this 27 day of FEBRUARY, 2009.


MICHAEL GRANT, ORGANIZER

STATE OF FLORIDA]
] ss:
COUNTY OF PALM BEACH]

The foregoing instrument was acknowledged before me this 27 of February, 2009, by MICHAEL GRANT, Organizer of the afore-described Articles of Organization, who is personally known to me and did not take an oath.

NOTARY PUBLIC:

SIGN 

PRINT Suzette L. Novay

STATE OF FLORIDA AT LARGE (SEAL)
MY COMMISSION EXPIRES:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

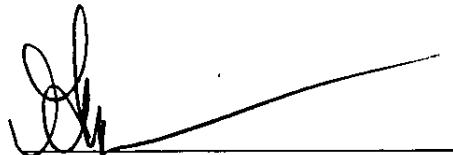
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Dixie Market Properties, LLC, desiring to organize as a Limited Liability Company under the laws of the State of Florida with its principal office as indicated in the Articles of Organization, has named Garry M. Glickman having an address at 1601 Forum Place, Suite 1101, West Palm Beach, Florida 33401 as its agent to accept Service of Process within this State.

ACKNOWLEDGMENT

Having been named to accept Service of Process for the above named Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, accept the appointment, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.


Garry M. Glickman

SWORN TO AND SUBSCRIBED before me this 27 day of February 2009.




NOTARY PUBLIC - STATE OF FLORIDA

Name: Suzette L. Novay
(Type, stamp or print)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Personally known or produced identification . If produced identification, type or identification produced: _____