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SLOTT, BARKER & NUSSBAUM

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

334 EAST DUVAL STREET
JACKSONVILLE, FLORIDA 32202
TELEPHONE (904) 353-0033
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HOLLYN J. FOSTER
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* CERTIFIED CIRCUIT CIVIL MEDIATOR
** BOARD CERTIFIED REAL ESTATE LAWYER

August 2, 2010

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization - Soles Family, LLC

Ladies and Gentlemen:

Enclosed for filing are the following documents: Cover Letter, Articles of Organization for Florida Limited Liability Company, and check in the amount of \$125.00 for filing fees.

Please return all correspondence concerning this matter to our offices. If you have any questions please call.

Sincerely,



Casie Schweitzer
Assistant to Hollyn J. Foster

:cls

Enclosures

Copy to:
Adam Flynt

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Soles Family, LLC
Name of Limited Liability Company

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

Please return all correspondence concerning this matter to the following:

Hollyn J. Foster
Name of Person

Slott, Barker & Nussbaum
Firm/Company

334 East Duval Street
Address

Jacksonville, FL 32202
City/State and Zip Code

cschweitzer@sbnjax.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Hollyn J. Foster at (904) 353-0033
Name of Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION
OF
SOLES FAMILY, LLC**

The undersigned subscriber to these Articles of Organization (these "Articles"), a natural person competent to contract and a member of the limited liability company hereinafter named, hereby forms a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Sections 608.401, et seq., of the State of Florida. All capitalized terms in these Articles shall have the meaning defined by the Florida Limited Liability Company Act or, if not there defined, shall have the meaning defined in its Operating Agreement.

**ARTICLE I
NAME**

The name of the limited liability company is Soles Family, LLC (the "Company").

**ARTICLE II
COMPANY ADDRESSES**

The street address of the principal office of the Company is 9297 Waterglen Lane, Jacksonville, FL 32256 and its mailing address is 2805 Pratt Place, Jacksonville, FL 32259, at the time of execution of these Articles.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address of this Company's initial registered office is 334 E. Duval Street, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is Hollyn J. Foster.

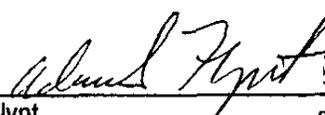
**ARTICLE IV
OPERATING AGREEMENT**

The affairs of the Company and the conduct of its business, the duties of its Members in addition to those established by law and the relations between and among the Members, managers and Company shall be governed by its Operating Agreement, which shall be adopted by its Members.

**ARTICLE V
MANAGEMENT**

The Company is to be a manager-managed Company.

DATED at Jacksonville, Florida on July 27, 2010.



Adam Flynt

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with law, the following is submitted:

First, that Soles Family, LLC, desiring to organize or qualify under the laws of the State of Florida, with the street address of its principal place of business at 9297 Waterglen Lane, Jacksonville, FL 32256 has named Hollyn J. Foster, located at 334 E. Duval Street, Jacksonville, FL 32202, as its registered agent and its agent to accept service of process within Florida.

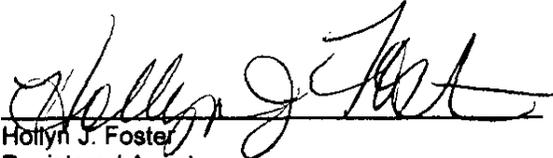
Soles Family, LLC

By: _____


Adam Flynt
Its Organizer

Having been named as registered agent and agent to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of registered agent as provided by Florida Statutes, Chapter 608.

DATED July 28, 2010.


Hollyn J. Foster
Registered Agent