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FLORIDA LIMITED LIABILITY CO.
CLOTHES TO KIDS PROPERTY OWNER, LLC

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**ARTICLES OF ORGANIZATION
OF
CLOTHES TO KIDS PROPERTY OWNER, LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Revised Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I

Name

The name of this Company shall be: CLOTHES TO KIDS PROPERTY OWNER, LLC.

ARTICLE II

Place of Business

The principal place of business and mailing address of this Company shall be 1059 N. Hercules Avenue, Clearwater, Florida 33765, and such other place or places as may be designated by the manager from time to time.

ARTICLE III

Registered Agent and Office

The initial registered agent for this Company shall be Clothes to Kids, Inc. and the address of the registered agent for service of process shall be 1059 N. Hercules Avenue, Clearwater, Florida 33765.

ARTICLE IV

Management of Business

The Company shall be manager-managed. The initial manager of the company is Clothes to Kids, Inc., a Florida not-for-profit corporation, whose mailing address is 1059 N. Hercules Avenue, Clearwater, Florida 33765.

The undersigned has executed these Articles of Organization this 6th day of October, 2015.

Howard S. Miller

HOWARD S. MILLER,
Authorized Representative

Prepared By:
Howard S. Miller, Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
333 Third Avenue North, Suite 200
St. Petersburg, FL 33701
(727) 800-5980
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CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at 333 Third Avenue North, Suite 200, St. Petersburg, Florida 33701, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated this 6th day of October 2015.

CLOTHES TO KIDS, INC., a Florida not-
for-profit corporation

By: Howard S. Miller
Howard S. Miller, Vice President