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**FLORIDA LIMITED LIABILITY CO.**  
**Mercury Luggage Properties, LLC**

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ARTICLES OF ORGANIZATION  
OF  
MERCURY LUGGAGE PROPERTIES, LLC

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, intending to form and create a Limited Liability Company, as defined in Chapter 605 of the Florida Statutes, hereby files these Articles of Organization and states:

ARTICLE I  
NAME AND ADDRESS

The name of the Limited Liability Company is MERCURY LUGGAGE PROPERTIES, LLC. The principal office address and mailing address are c/o ANDREW PRADELLA, 129 Middleton Place, Ponte Vedra Beach, Florida 32082.

ARTICLE II  
REGISTERED AGENT AND OFFICE

The name and street address of the Limited Liability Company's initial registered agent and office are EDWARD C. AKEL, 2301 Independent Drive, Suite 2301, Jacksonville, Florida 32202.

ARTICLE III  
MANAGEMENT; MANAGERS; OFFICERS

The Limited Liability Company is to be a manager-managed company. The manager or managers (referred to as "Manager") shall be elected and shall hold the offices and have the responsibilities accorded to them by the member or members as provided in the Operating Agreement or, if there is no Operating Agreement, then as provided by Florida law. The name and address of the initial Managers of this Limited Liability Company are:

<u>Managers</u>	<u>Street Address and Mailing Address</u>
Andrew Pradella	129 Middleton Place Ponte Vedra Beach, Florida 32082
Mercury Luggage Manufacturing Company	4843 Victor Street Jacksonville, Florida 32207-7963

In addition to the powers and authority of the Managers as provided above or under Florida law or under any Operating Agreement for this Limited Liability Company and as provided under Section 605 of the Florida Statutes, the Managers by both of them shall have the authority by written resolution or other instrument to delegate to officers or other persons such rights and powers as they deem appropriate to manage and control the business and affairs of the Company. Such officers may include a President, one or more Vice Presidents, including an Executive Vice President, a Secretary and one or more Assistant Secretaries and a Treasurer. Any such officers elected or appointed shall have the same powers and authority to bind and act on behalf of the Limited Liability Company as do such officers of a corporation under Florida law unless a resolution or other instrument electing or appointing such officer or officers limits or expands the authority.

#### ARTICLE IV ADMISSION OF ADDITIONAL MEMBERS

The members may admit one or more additional members to the limited liability company. Admission of any such additional members shall require the unanimous written consent of all members then having an interest in the company. An assignee of a limited liability company interest in this Limited Liability Company may become a member only if all members other than the member assigning the interest consent. A transferee who is not admitted as a member shall have only the rights of an assignee. An assignee of a membership interest who is not a member shall not be entitled to interfere in the management of this Limited Liability Company's affairs, vote, receive any information of its records or affairs or inspect its books. The assignee shall merely be entitled to receive, in accordance with the terms of the assignment, the distributions to which the assignor otherwise would be entitled.

#### ARTICLE V PURPOSE OF COMPANY

The purpose for which this Limited Liability Company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Chapter 605 of the Florida Statutes.

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ARTICLE VI  
EFFECTIVE DATE AND DURATION

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

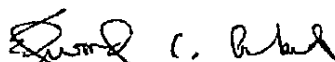
The Limited Liability Company shall be effective July 21, 2016 and shall have perpetual duration.

SIGNED by the undersigned as the authorized representative of the initial single member, Mercury Luggage Manufacturing Company, a Florida corporation, this 21st day of July, 2016.

  
\_\_\_\_\_  
EDWARD C. AKEL

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process as registered agent for the above stated limited liability company, at the place designated in the Articles of Organization of the limited liability company to which this is attached, I hereby accept the appointment as registered agent and I agree to act in this capacity, and agree to comply with the provision of said act relative to keeping open the registered office at the address below.

  
\_\_\_\_\_  
EDWARD C. AKEL  
One Independent Drive, Suite 2301  
Jacksonville, Florida 32202