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FLORIDA LIMITED LIABILITY CO.

TellTale, LLC

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Page Count	04
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**ARTICLES OF ORGANIZATION
OF
TELLTALE, LLC**

The undersigned hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

TellTale, LLC

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

11215 Metro Parkway
Fort Myers, Florida 33966

ARTICLE III

Registered Office; Registered Agent

The initial registered office of the Company shall be located at 11215 Metro Parkway, Fort Myers, Florida 33966, and the initial name and address of the registered agent of the Company shall be Corporate Creations Network, Inc., 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, Florida 33410. The Company shall have the right to change such registered office and such registered agent from time to time as provided by law.

ARTICLE IV

Operating Agreement

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

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ARTICLE V

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 605.0201, Florida Statutes, has executed these Articles for the uses and purposes herein stated.

CHICO'S FAS, INC.,
a Florida corporation, the Sole Member


By: Kevin R. Schockling
Title: Vice President – Tax & Treasurer

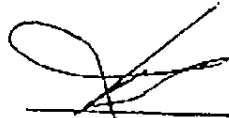
TELLTALE, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 9th day of November 2018.

CORPORATE CREATIONS NETWORK, INC.



By: Michael Reinhold

Title: Vice President

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