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Florida Department of State
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To:
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Fax Number : (850)922-4003

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)541-3694
Fax Number : (305)541-3770

LIMITED LIABILITY COMPANY

G & B INTERIOR DESIGN, L.L.C.

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TALLAHASSEE FLORIDA

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OCT-02-2000 10:40 EMPIRE CORPORATE KIT P.02/06

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 2, 2000

EMPIRE

SUBJECT: G & B INTERIOR DESIGN, L.L.C.
REF: W00000023802

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
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ARTICLES OF ORGANIZATION FOR

G & B INTERIOR DESIGN, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company is:

G & B INTERIOR DESIGN, L.L.C.

ARTICLE II - ADDRESS:

The mailing address and street of the principal office of the Limited Liability Company is:

16400 Collins Avenue, Suite 1941
Miami Beach, Florida 33160

ARTICLE III - DURATION:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - MANAGEMENT:

The Limited Liability Company is to be managed by a manager, or managers until the first annual meeting of the members or until their names are elected and qualify and the name(s) and Address(es) of such manager(s) who is/are:

Gigi Interior Design, Inc.	16400 Collins Avenue, Suite 1941 Miami Beach, Florida 33160
Bripec Enterprises, Inc.	3755 Oak Ridge Circle Weston, Florida 33331

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TALLAHASSEE, FLORIDA

This Instrument Prepared By: Alvaro Castillo B., Esq.
1390 Brickell Avenue, Suite 200
Miami, Florida 33131
(305) 371-5540
Florida Bar No. 611761

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ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be by (i) unanimous resolution and consent of the remaining members under the same terms and conditions as set forth from time to time by the remaining members and by (ii) filing a supplemental affidavit of capital contributions with Department of State, State of Florida setting forth the actual contributions of all members.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a membership of a member in the limited liability company shall be as set forth in a unanimous resolution and consent of the remaining members and in the event there are less than two members or in the event the remaining members do not reach a unanimous resolution with the determination of a membership of a member within 15 days from said termination, the limited liability company shall be dissolved.

The UNDERSIGNED Incorporator, for the purpose of forming a Limited Liability Company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

Gigi Interior Design, Inc.

By: _____
MARIA REGINA GOMES DA SILVA

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TALLAHASSEE FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, MARIA REGINA GOMES DA SILVA personally appeared to me known to be the person described as President and authorized representative of Gigi Interior Design, Inc. the Incorporator in the foregoing Articles of Organization, and she acknowledged before me that she executed said Articles of Organization.

WITNESS my hand and seal in said State and County, this 29 day of Sept, 2000.

_____
NOTARY PUBLIC

COMMISSION EXPIRES:

ALVARO CASTILLO B.
MY COMMISSION # CC 604838
EXPIRES: December 18, 2000
Bonded Thru Notary Public Underwriters

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CERTIFICATE OF DESIGNATION OF
REGISTER AGENT/REGISTER OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTER AGENT, THE STATE OF FLORIDA.

1. The name of the limited liability company is:

G & B INTERIOR DESIGN, L.L.C.

2. The name and address of the registered agent and office is:

ALVARO CASTILLO B., P.A.
1390 Brickell Avenue
Suite 200
Miami, Florida 33131

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTER AGENT.

SIGNATURE

10-23-00
DATE

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EMPIRE CORPORATE KIT

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BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, Maria Angelica Briceño personally appeared to me known to be the person described as President and authorized representative of Bripec Enterprises, Inc. a manager and authorized representative in the foregoing Affidavit of Membership and Contributions, and she acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and seal in said State and County, this 29 day of Sept, 2000.

NOTARY PUBLIC

COMMISSION EXPIRES:

ALVARO CASTILLO B.
MY COMMISSION # CC 804636
EXPIRES: December 16, 2000
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Signature of a member or authorized representative of a member
(In accordance with section 608.408(3), Florida Statutes,
the execution of this affidavit constitutes an
affirmation under the penalties of perjury
that the facts stated herein are true.)