

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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_____ CERTIFIED COPY _____

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1.) Color Concepts, LLC
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

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FLORIDA

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**ARTICLES OF ORGANIZATION
OF
COLOR CONCEPTS, LLC**

The undersigned, for the purpose of forming a limited liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability Company shall be COLOR CONCEPTS, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company is 3010 N.E. 46th Street, Lighthouse Point, Florida 33064.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida are:

Jeffrey L. Greenberg, Esquire
Law Office of Jeffrey L. Greenberg, P.A.
4800 N. Federal Highway
Suite 304D
Boca Raton, Florida 33431

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TALLAHASSEE FLORIDA

ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become

a member unless all of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The remaining members of the Company have the right to continue the business in the event of the termination of the Company at any time due to death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member in the Company, provided that all of the remaining members agree to do so in writing within 120 days after the date of a member's termination of membership.

ARTICLE VII -- MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial manager of the Company are:

Pasquale Benasillo
3010 N.E. 46th Street
Lighthouse Point, Florida 33064.

IN WITNESS WHEREOF, the undersigned organizer(s) have made and subscribed these articles of organization at Palm Beach County, Florida, on this the 9th day of June, 2000.

By: Michele Benasillo
Michele Benasillo

Patricia Sanzari
Notary Public -- State of Florida New Jersey

PATRICIA SANZARI
Type or Print Name

Personally Known ___ to me
or
Produced DRIVER LICENSE as identification.

(Seal)

PATRICIA SANZARI
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES APRIL 28, 2004
ID NO. 2164399

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SECRETARY OF STATE

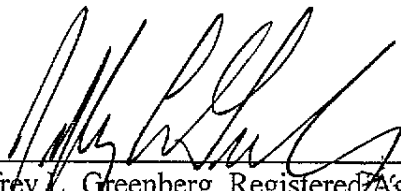
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, COLOR CONCEPTS, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability Company is COLOR CONCEPTS, LLC
2. The name and street address of the registered agent in Florida are:

Jeffrey L. Greenberg, Esquire
Law Office of Jeffrey L. Greenberg, P.A.
4800 N. Federal Highway
Suite 304D
Boca Raton, Florida 33431

The undersigned, being the person named in the articles of organization of COLOR CONCEPTS, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Jeffrey L. Greenberg, Registered Agent
Dated: June 12, 2000.

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LAHASSLE FLORIDA

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