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LIMITED LIABILITY COMPANY

FORREST RUGS, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
FORREST RUGS, L.L.C.**

The undersigned subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

1. Name. The name of the Company is Forrest Rugs, L.L.C.
2. Principal Office. The mailing address and the street address of the principal office of the Company is:

1601 Bern Creek Loop
Sarasota, Florida 34240

3. Registered Agent. The name of the initial registered agent, and the address of the initial registered office, of the Company is:

Ann Forrest
1601 Bern Creek Loop
Sarasota, Florida 34240

By execution hereof, the undersigned accepts appointment as registered agent of the Company and acknowledges that she is familiar with and accepts the obligations of that position.

4. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

In witness whereof, the undersigned has executed these Articles of Organization this 2nd day of October 2000.


Ann Forrest, Registered Agent and
A Member of Forrest Rugs, L.L.C.

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