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LEGAL ASSISTANT:  
LORI G. SOPOCY

October 12, 2000

Florida Dept. of State  
Division of Corporations  
Room 2001  
The Capital  
Tallahassee, FL 32303

Re: Grapevine Baskets, LLC

000003426430--9  
-10/16/00--01128--010  
\*\*\*\*155.00 \*\*\*\*155.00

Dear Sir or Madam:

Enclosed please find the original and one copy of the executed Articles of Organization including the Acceptance of Registered Agent for Grapevine Baskets, LLC. Also enclosed please find Check #1887 made payable to the Florida Department of State in the amount of \$155.00 which represents the filing fee of \$100.00, the registered agent designation fee of \$25.00 and \$30.00 for a certified copy of the Articles.

Please file these documents and return a certified copy of the Articles of Organization to me in the self-addressed, stamped envelope which is provided for your convenience.

Thank you for your assistance in this matter. Should you have any questions or concerns, please do not hesitate to contact me.

Sincerely,

  
Sancha K. Brennan

FILED  
00 OCT 16 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SKB/cw

cc: Nancy Barnette Rapport  
David C. Brennan, Esq.

mt  
10/19

**ARTICLES OF ORGANIZATION**  
**OF**  
**GRAPEVINE BASKETS, L.L.C.**

**ARTICLE I**  
**NAME**

The name of the limited liability company (hereinafter referred to as the "Company") is  
GRAPEVINE BASKETS, L.L.C.

**ARTICLE II**  
**ADDRESS**

The mailing and street address of the Company's principal office is 8138 Anatto Court,  
Orlando, Florida 32822.

**ARTICLE III**  
**DURATION**

The duration of the Company shall be perpetual, beginning on the date these Articles of  
Organization are filed with the Florida Department of State.

**ARTICLE IV**  
**REGISTERED AGENT AND OFFICE**

The name and business address of the Company's Initial Registered Agent in Florida is:

Sancha K. Brennan  
c/o David C. Brennan, P.A.  
201 E. Pine Street  
Suite 425  
Orlando, Florida 32801.

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00 OCT 19 AM 8:24  
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TALLAHASSEE, FLORIDA

**ARTICLE V**  
**MANAGEMENT**

The Company is to be managed by certain members designated as managers. Each initial managing member is identified as follows:

Nancy Barnette Rapport  
8138 Anatto Court  
Orlando, Florida 32822

**ARTICLE VI**  
**ADMISSION OF NEW MEMBERS**

Members of the Company have the right to admit new members. Additional members may be admitted on the unanimous written consent of the existing members. Existing members shall determine the amount and nature of contributions by new members at the time new members are admitted.

**ARTICLE VII**  
**CONTINUATION OF BUSINESS**

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be so continued only on the unanimous written consent of the remaining members.

**ARTICLE VIII**  
**REGULATIONS**


The power to adopt, alter, amend or repeal the Articles of Organization or regulations of the Company is vested entirely in the members of the Company.

IN WITNESS WHEREOF the undersigned member has executed these Articles of Organization this 28th day of September, 2000.

  
Nancy Barnette Rapport

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OCT 16 AM 8:24  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

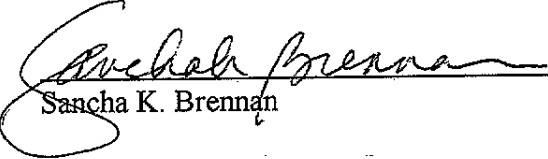
  
Nancy Barnette Rapport

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ACCEPTANCE OF REGISTERED AGENT

I, Sancha K. Brennan, having been named in the foregoing designation of registered agent and registered office by GRAPEVINE BASKETS, L.L.C., a Florida limited liability company, and being familiar with the obligations of the position of registered agent, do hereby agree to accept service of process as registered agent, to keep my office open during prescribed hours, and to otherwise comply with the obligations of a registered agent, and to otherwise maintain a registered office as heretofore indicated.

Dated this 10 day of October, 2000.

  
Sancha K. Brennan

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00 OCT 16 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA