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□ NJ & MA Bars  
Δ FL Bar

December 1, 2000

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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\*\*\*\*125.00 \*\*\*\*125.00

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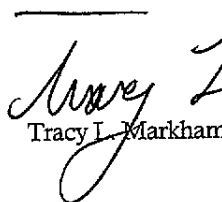
Dear Sir or Madam:

Enclosed please find the Articles of Organization for a Florida Limited Liability Company entitled Premier Housewares Enterprises, L.L.C., which I would ask be filed with the State of Florida, Department of State, Division of Corporations.

Pursuant to your instructions, also enclosed is a combined filing fee and registered agent fee in the amount of \$125.00. I would also request a certified copy of the articles and am enclosing a separate check in the amount of \$8.75 for same.

If you have any questions, please feel free to contact me at the above number.

Sincerely,

  
Tracy L. Markham

Enclosures: 3

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mtu  
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# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I – Name:

The name of the Limited Liability Company is:

**PREMIER HOUSEWARES ENTERPRISES, L.L.C.**

## ARTICLE II – Address:

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

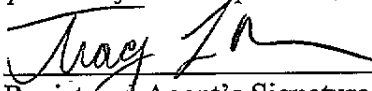
6111 Gazebo Park Place North  
Jacksonville, Florida 32257

## ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:

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

Tracy L. Markham, Esq.  
Avolio & Hanlon, P.C.  
2730 U.S. 1 South, Suite J  
St. Augustine, Florida 32086


*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 agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

  
Registered Agent's Signature

## Article IV – Management (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager – managed company.

(As additional article must be added if an effective date is requested)

  
Signature of a member or an authorized representative of a member.

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)

Richard Sarvis

Types or printed name of signee.