

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : GEORGE F. INDEST III, P.A. - THE HEALTH LAW FIRM
Account Number : I20000000056
Phone : (407) 926-6620
Fax Number : (407) 926-6610

RECEIVED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

Japanese Decor, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**ARTICLES OF ORGANIZATION
OF
JAPANESE DECOR, LLC**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE I

Name and Duration

The name of this Limited Liability Company is JAPANESE DECOR, LLC (hereinafter referred to as the "Company"). The duration of the Company shall be perpetual, commencing as of the date filed by the Secretary of State.

ARTICLE II

Principal Office

The mailing address and street address of the principal office of the Company is 1848 Mizell Avenue, Winter Park, Florida 32789, or such other place as the Members may determine from time to time.

ARTICLE III

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 37 North Orange Avenue, Suite 500, Orlando, Florida 32801. The name of the registered agent at such address is George F. Indest III, Esquire, George F. Indest III, P.A. - The Health Law Firm.

ARTICLE IV

Company Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Company are to develop and expand an import/export business concentrating on imports from Japan; sales and distribution of products; consulting services regarding Japan; to create and promote business involving Japan; and any and all other purposes permitted by law.

2. The Company shall have all of the powers granted to a limited liability company under the laws of the State of Florida, including, without limitation, the powers specifically enumerated in Section 608.404, Florida Statutes.

3. In furtherance of its purposes, the Company shall have all of the general and specific powers and rights granted to and conferred on a company under the laws of the State of Florida, including, without limitation, the powers specifically enumerated in Section 608.404, Florida Statutes.

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ARTICLE V

Members

1. The initial members of the Company (the "Members") are set forth in the Company's records dated as of the date hereof.

2. Additional Members may be admitted from time to time only upon the written consent of all of the Members, and under the terms and conditions upon which such consent may be conditioned.

ARTICLE VI

Amendment

The Members shall have the right to amend, alter, change or repeal any provision contained in these Articles of Organization, in the manner now or hereafter prescribed by a written agreement among the Members and all rights conferred upon Members herein are granted subject to this reservation.

ARTICLE VII

Management

The Company may be a member-managed company as set forth in the Operating Agreement.

ARTICLE VIII

Regulations

The power to adopt, alter, amend or repeal an Operating Agreement (Regulations) for the management of this Company shall be vested in the Members.

ARTICLE VIII

Transferability of Members' Interest

A Member's interest in the Company may be transferred only with the unanimous written consent of all the remaining Members if the transferee intends to become a Member. Subject to the terms of a written agreement among the Members, without such consent, the transferee shall not be entitled to become a Member of the Company, but shall be entitled only to the share of profits, other compensation or return of contributions to which the transferor otherwise would be entitled.

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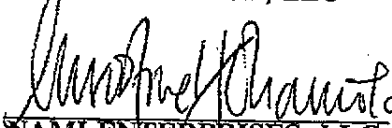
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The undersigned, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, does execute, file and record these Articles of Organization, and does certify that the facts herein stated are true.

DATED as of the 19th day of February, 2001.

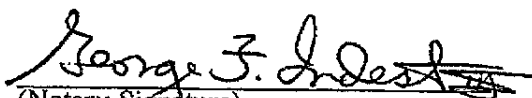
"Company"
JAPANESE DECOR, LLC


By:


NAMI ENTERPRISES, LLC
Founding and Initial Member
by its President, Manager and Member
CHRISTINE H. OKAMOTO

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 19th day of February, 2001, by Christine H. Okamoto, who is the President, Manager and Member of Nami Enterprises, LLC, a Member of JAPANESE DECOR, LLC, on behalf of such limited liability company. She is personally known to me ~~or has produced~~ _____ as ~~identification and did~~ (did not) take an oath.


(Notary Signature)

(NOTARY SEAL)  George F. Indest, III
MY COMMISSION # CCB48918 EXPIRES
June 23, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

(Notary Name Printed)  George F. Indest, III
NOTARY PUBLIC MY COMMISSION # CCB48918 EXPIRES
June 23, 2003
Commission No. _____ BONDED THRU TROY FAIN INSURANCE, INC.

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REGISTERED AGENT CERTIFICATE**JAPANESE DECOR, LLC**

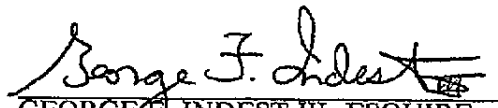
Pursuant to the Florida Limited Liability Company Act, the following is submitted, in compliance with the statute:

That JAPANESE DECOR, LLC, desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Organization, at the City of Orlando, County of Orange, State of Florida, has named George F. Indest III, Esquire, located at the registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named to accept service of process and serve as registered agent for the above-stated Company, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of the statute relative to keeping open the office, and further states that I am familiar with §608.415, Florida Statutes.

George F. Indest III


GEORGE F. INDEST III, ESQUIRE
George F. Indest III, P.A.
The Health Law Firm
37 North Orange Avenue
Suite 500
Orlando, Florida 32801
Telephone: (407) 926-6620

DATED: February 19, 2001.

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