ACCOUNT	NO.	•	072100000032
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REFERENCE: 10

108418 7267088

AUTHORIZATION:

7.20 / 000

COST LIMIT: \$ 125.00

ORDER DATE: April 19, 2001

ORDER TIME: 9:43 AM

ORDER NO. : 108418-001

CUSTOMER NO:

7267088

CUSTOMER: Mr. George A. Fontanills

Mr. George A. Fontanills

602 Rue Dauphine

Ocean Springs, MS 39564

DOMESTIC FILING

NAME:

LA CHAMELEON DESIGNS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

POPFICIENCY OF FILING TO ACKNOWLEGGE MOT INTERIORD

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DESPETIMENT OF STATE DESPETIONS OF CORPORATIONS

400003993094--2

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

LA CHAMELEON, LLC

ARTICLE II - Address:

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

3051 Southwest 77th Court, Miami, Florida 33155

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Corporation Service Company				
Name				
1201 Hays Street				
Florida street address (P.O. Box NOT acceptable)				
Tallahassee FL 32301				
City, State, and Zip				

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..

Corporation Service Company

By: Registered Agent's Signature

Article IV - Management (Check box if applicable.)	
The Limited Liability Company is to be managed by one manager or more n	nanagers and is
herefore, a manager - managed company.	-

(An 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.)

Laura R. Dunlap

Typed or printed name of signee

FILING FEES:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (OPTIONAL)

\$ 5.00 Certificate of Status (OPTIONAL)

MEMBERS OF LA CHAMELEON DESIGNS, LLC

GEORGE FONTANILLS 3051 Southwest 77th Court Miami, Florida 33155

CHARLENE GARLAND 602 Rue Dauphine Ocean Springs, Mississippi 39564

scm

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Company ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of LA CHAMELEON DESIGNS, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this I day of A

Print Name of Signer