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GEORGE F. DURYEA
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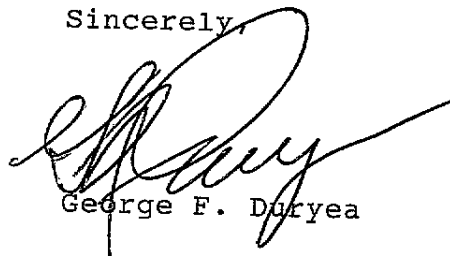
May 15, 2001

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-05/16/01--01138--002
*****125.00 *****125.00

Enclosed are the Articles of Organization for
a Florida Limited Liability Company called Aspen
Country Candles, LLC accompanied by a check made
payable to the Florida Department of State.

Sincerely,


George F. Duryea

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

ASPEN COUNTRY CANDLES, LLC

ARTICLE II - Address:

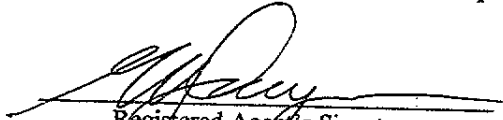
The mailing address and street address of the principal office of the Limited Liability Company is:

116 East Crystal Lake Avenue
Lake Mary, Florida 32746

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:
The name and the Florida street address of the registered agent are:


George Duryea
116 East Crystal Lake Avenue
Lake Mary, Florida 32746

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 line if applicable)

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


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.


George Duryea

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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