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Raymond E. Makowski, P.A.

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July 16 2001

Raymond E. Makowski, Esquire

Jean D. Small, Esquire

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

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****125.00 ****125.00

Re: Finishes for Today's Professionals, L. L. C.

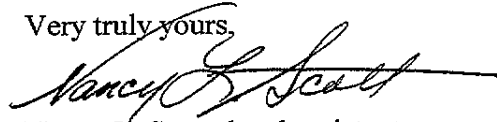
Dear Sir or Madam,

Enclosed are the original Articles of Organization for the above-referenced limited liability company along with a firm check in the amount of \$125.00 for your fees as follows:

| | |
|----------|---|
| \$100.00 | Filing Fee for Articles of Organization |
| \$ 25.00 | Designation of Registered Agent. |

Please mail your letter of acknowledgment to us at the above-listed address.

Very truly yours,



Nancy L. Scott, legal assistant

/nls

enclosures

cc: Ms. Ryanne Zellner

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Articles of Organization

of

Finishes for Today's Professionals, L. L. C.

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizer of a limited liability company, hereby adopts the following Articles of Organization for such Company:

Article I

Name

The name of the limited liability company is Finishes for Today's Professionals, L. L. C.

Article II

Company Existence

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

Article III

Units Of Equity Ownership

Section A. Authorized Units of Equity Ownership. The maximum number of units of equity ownership units Finishes for Today's Professionals, L. L. C. is authorized to have outstanding is 100 units, all of which shall be identical units.

Section B. Pre-emptive Rights of Members. The Company elects to have pre-emptive rights applicable to its units in the manner and to the extent set forth below. The Members of the Company shall have the right to acquire proportional amounts of the Company's unissued units upon the decision of the Company to issue them and shall be provided a fair and reasonable opportunity to exercise such right on uniform terms and conditions prescribed by the Company. Such pre-emptive right may be waived by a Member and written evidence of such waiver shall be irrevocable notwithstanding the fact that it is unsupported by consideration. The pre-emptive right described above shall not apply with respect to: units issued as compensation to Officers, agents or employees of the Company, its subsidiaries or affiliates; units issued to satisfy option rights created to provide compensation to Officers, agents or employees of the Company, its subsidiaries or affiliates; units authorized in these Articles of Organization that are issued within three months from the effective date of the beginning of the Company's existence and units sold otherwise than for money. Any units which are subject to the pre-emptive rights set forth herein that are not acquired by Members may be issued to any person for a period of one month after being offered to Members at a consideration set by the Company that is not lower than the consideration set for the exercise of pre-emptive rights. The Company's offer of

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such units at a lower consideration or after the expiration of said one-month period is subject to the pre-emptive rights described herein.

Section C. Restrictions on Disposition of Units. No Member of this Company shall sell, transfer, convey, pledge, give, distribute or encumber any unit or units in the Company without first giving notice in writing to the Company of such intended disposition and without first securing the written approval of Members of the Company owning 100% of the then-issued and outstanding Membership Units of the Company. However, nothing contained herein shall prevent distribution by operation of law, of such unit or units, provided that in such case a transferee shall be bound by the provisions contained in this Section the same as an original Member.

Section D. No Public Offering of Units. The Company shall make no public offering of any of its units which would constitute a "public offering" within the meaning of the Securities Act of 1933, as it may be amended from time to time.

Section E. Right to Redeem Units. Without regard to any other power to purchase units of the Company as permitted by law, the Company may purchase outstanding units in an amount not to exceed its capital paid-in surplus retained earnings.

Article IV **Registered Agent And Office**

The address of the initial Registered Office of the Company is 8509 Shane Court, St. Augustine, Florida 32092, and the name of its initial Registered Agent at such address is Ryanne Zellner.

Article V **Principal Office**

The mailing address and street address of the principal office of the Company is 8509 Shane Court, St. Augustine, Florida 32092

Article VI **Organizer**

The name and address of the organizer is:

Ryanne Zellner
8509 Shane Court
St. Augustine, Florida 32092

The organizer is a natural person over the age of twenty-one years.

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Article VII
Purpose And Power

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Florida Limited Liability Company Act.

The Company shall be formed for the purpose of engaging in design services and design interior furnishings sales. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

Article VIII
Management

The Company is to be managed by a Member-Manager or Member-Managers. The Member-Manager(s) of the Company shall be named pursuant to the Operating Agreement of the Company. The initial Member-Manager of the Company, who shall serve as such until its successor is elected and shall qualify, is:

Office

Name and Address

Member-Manager

Ryanne Zellner
8509 Shane Court
St. Augustine, Florida 32092

Article IX
Indemnification

The Company shall indemnify any Member and/or Member-Manager who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that such Member and/or Member-Manager is or was a Member, Officer or employee of the Company, or is or was serving at the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by such Member and/or Member-Manager in connection with such action, suit or proceeding. The Company shall not indemnify any Member and/or Member-Manager in the event of (i) a breach of such Member and/or Member-Manager's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law,

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(iii) a transaction from which such Member and/or Member-Manager derived an improper personal benefit, or (iv) acts or omissions for which indemnification is prohibited under the Florida Limited Liability Company Act, or (v) judgments, penalties, fines, and settlements arising from any proceeding by or in the right of the Company, or against expenses in any such case where such Member and/or Member-Manager shall be adjudged liable to the Company. Any indemnification provided for in this Article (unless ordered by a court) shall be made by the Company only as authorized in the specific case upon a determination that indemnification of the Member and/or Member-Manager is proper in the circumstances because such Member and/or Member-Manager had met the applicable standard of conduct set forth in this Article. Such determination shall be made: (i) by the Members by a majority vote of a quorum consisting of Members who were not parties to such action, suit, or proceeding; or (ii) by special legal counsel, selected by the Members by vote as set forth in (i) above.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any agreement, vote of Members, or disinterested Officers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an Officer or a Member and shall inure to the benefit of the heirs, executors, and administrators of such person.

Article X **Real Estate Documents**

All conveyances and mortgages of and leases relating to real property made by the Company shall be executed by a Manager, and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by a Manager.

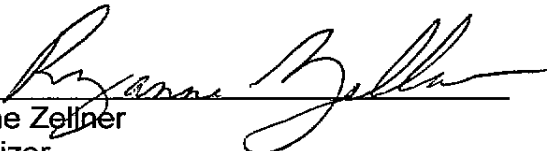
Article XI **Amendment Of Articles of Organization**

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

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Signature of member or authorized representative of member.

Dated July 13th, 2001.

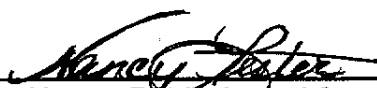


RYANNE ZELLNER
Organizer

State of Florida)
) ss.
County of Duval)

The foregoing instrument was acknowledged before me this 13th day of July, 2001 by RYANNE ZELLNER, who produced a valid Florida Driver's License as positive proof of identification.

(Seal, if any)



Notary Public in and for said State

My commission expires on
December 26, 2002



Nancy Lester
MY COMMISSION # CC790539 EXPIRES
December 26, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

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Acceptance of Registered Agent & Registered Agent's Signature

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the 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.

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


Registered Agent's Signature

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