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Fax Number : (850) 205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

LIMITED LIABILITY COMPANY

BloomingDeals Consignment, LLC

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 20, 2001

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: BLOOMINGDEALS CONSIGNMENT, LLC
REF: W01000016819

TALLAHASSEE, FLORIDA

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
BloomingDeals Consignment, LLC

Article II. Address

The Company's street and mailing address is:
BloomingDeals Consignment, LLC
2243 NE Marlberry Lane
Jensen Beach FL 34957

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Carolyn Wilsey
2243 NE Marlberry Lane
Jensen Beach FL 34957

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Kathy A. Metzger | FL Bar Member 500496
Kathy A. Metzger, P.A.
800 S.E. Monterey Commons Boulevard
Suite 103
Stuart FL 34996
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Article V. Management

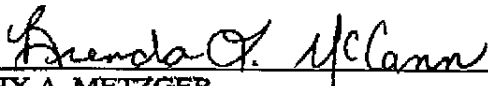
This will be a manager-managed company. The name and address of each manager is:

CAROLYN WILSEY
2243 NE Marlberry Lane Jensen Beach FL 34957

Article VI. Company Existence

The Company's existence shall begin effective as of July 23, 2001.

The undersigned authorized representative of a member executed these Articles of Organization on July 23, 2001.



KATHY A. METZGER
by B.L. McCann as attorney-in-fact

Kathy A. Metzger | FL Bar Member 500496
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STATEMENT OF REGISTERED AGENT

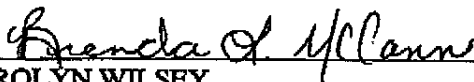
LIMITED LIABILITY COMPANY:

BloomingDeals Consignment, LLC

REGISTERED AGENT/OFFICE:

Carolyn Wilsey
2243 NE Marlberry Lane
Jensen Beach FL 34957

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


CAROLYN WILSEY
by B.L. McCann as attorney-in-fact

Date: July 23, 2001

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