

L010000/3512

Megias, McCabe & Samiljan
Attorneys At Law

Carlos M. Megias
Timothy P. McCabe
Steven T. Samiljan

2135 S. Congress Ave., #3C, West Palm Beach, Florida 33406, Phone: 561-969-3344 Fax: 969-9698

VIA FEDERAL EXPRESS

August 9, 2001

SECRETARY OF STATE
409 E. Gaines Street
Tallahassee, Florida 32399

200004528512--7
-08/10/01--01050--003
****125.00 ****125.00

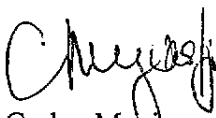
ATTN: Division of Corporations/New Florida LLC

RE: JACOBS HOME DECOR LLC
Articles of Organization for Florida
Limited Liability Company
Our File No: 5084

Dear Sir/Madam:

Enclosed, please find the Articles of Organization and Certificate of Designation of Registered Agent along with our trust account check in the amount of \$125.00 payable to Secretary of State. Upon filing please return in the enclosed pre-paid federal express envelope. Should you need anything further, please do not hesitate to contact our office.

Sincerely,


Carlos Megias

CM/js

encls.

FILED
2001 AUG 10 AM 9:36
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

52

ARTICLES OF ORGANIZATION
OF
JACOBS HOME DECOR LLC.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be JACOBS HOME DECOR LLC, ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 2501 Bristol Drive Suite B9, West Palm Beach, Florida 33409.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is MICHAEL BARTLEY, 2501 Bristol Drive, Suite B9, West Palm Beach, Florida 33409.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his

FILED
2001 AUG 10 AM 9:36
CLERK OF THE COURT
JUDICIAL CIRCUIT IN AND FOR
PALM BEACH COUNTY, FLORIDA

or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless 75% of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII – MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

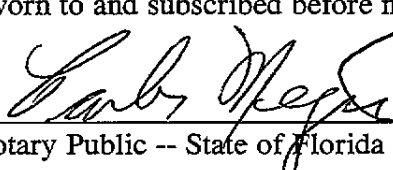
ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company are MICHAEL BARTLEY, 2501 Bristol Drive Suite B9, West Palm Beach, Florida 33409.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at West Palm Beach, Florida, on August 9, 2001.


MICHAEL BARTLEY

Sworn to and subscribed before me this AUGUST 9, 2001, by MICHAEL BARTLEY.


Notary Public -- State of Florida

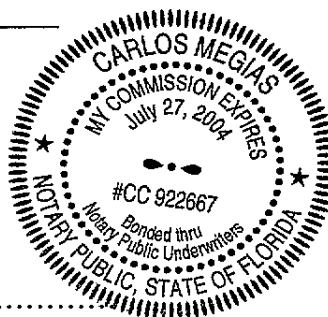
Personally Known ☒

OR

Produced Identification ☐

Type of Identification Produced

(Seal)



FILED
2001 AUG 10 AM 9:36
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

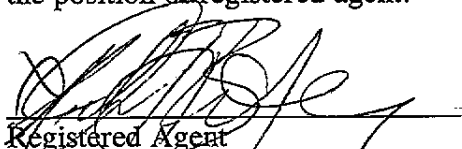
CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, JACOBS HOME DECOR LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is JACOBS HOME DECOR LLC.
2. The name and street address of the registered agent in Florida are:

MICHAEL BARTLEY
2501 Bristol Drive, Suite B9
West Palm Beach, Florida 33409

The undersigned, being the person named in the articles of organization of JACOBS HOME DECOR LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


Registered Agent
MICHAEL BARTLEY

FILED
2001 AUG 10 AM 9:36
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA