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MARCIA CATHERINE MASON
1387 Conservancy Drive East
Tallahassee, Florida 32312

January 11, 2002

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Articles of Organization for THIS N THAT, L.L.C.

000004769700--8
-01/11/02--01056--003
****155.00 ****155.00

To Whom It May Concern:

Enclosed is the original of the Articles of Organization for THIS N THAT, L.L.C. and a Designation of Registered Agent. I have also enclosed a check in the amount of \$155.00 for the filing fee for the Articles of Organization, Designation of Registered Agent, and to obtain a Certified Copy of the Articles of Organization.

Please let me know if you have any questions whatsoever. Thank you for your anticipated courtesies in this matter.

Sincerely,

Marcia Catherine Mason
Marcia Catherine Mason

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION

**OF
THIS N THAT, L.L.C.**

I, the undersigned subscriber to these Articles of Organization, being a natural person competent to contract, hereby execute this document for the purpose of becoming a limited liability company under the laws of the State of Florida.

ARTICLE I: NAME

The name of this limited liability company shall be:

THIS N THAT, L.L.C.

ARTICLE II: BUSINESS AND MAILING ADDRESS

The principal place of business of this limited liability company shall be 1387 Conservancy Drive East, Tallahassee, Florida 32312, but it shall have the power to transact business in any other place or places both within and without the State of Florida and throughout the world. The mailing address of the limited liability company shall be 1387 Conservancy Drive East, Tallahassee, Florida 32312.

ARTICLE III: REGISTERED AGENT

Marcia Catherine Mason is designated as the limited liability company's agent to accept service of process within Florida at 1387 Conservancy Drive East, Tallahassee, Florida 32312. The street address of the initial registered agent for this limited liability company shall be 1387 Conservancy Drive East, Tallahassee, Florida 32312, and the registered agent at such address is Marcia Catherine Mason.

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ARTICLE IV: NATURE AND PURPOSE

The general nature of the business to be transacted and carried on by this limited liability company and its objects and purposes are to conduct any and all lawful business consistent with the provisions hereinafter set out or provided and it shall have all the powers conferred by the laws of the State of Florida upon business limited liability companies as fully and to the same extent as natural persons might or could do in all parts of the world, namely:

To establish, carry on, conduct, maintain and otherwise operate a business for wholesale and retail design, manufacture, and sale of jewelry and other related activities; the acquisition, ownership, maintenance and operation of small businesses, and to do such and everything necessary, convenient, suitable or proper for the accomplishment of any of the purposes or for the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to, or expedient for, the protection or for the benefit of this corporation.

The foregoing and following provisions shall be construed as objects in furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and the enumeration in these Articles of specific powers and objects shall not be held to limit or restrict in any manner the powers of this limited liability company; but this limited liability company may do all and everything necessary, suitable or proper for the accomplishment of any purpose or object, either along or in association with other limited liability companies, corporations, companies, partnerships, firms or individuals, to the same extent and as fully as individuals might or could do as principals, agents, contractors or otherwise.

ARTICLE V: DURATION

This limited liability company shall have perpetual existence, unless sooner voluntarily dissolved according to law.

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IN WITNESS WHEREOF, I, the undersigned subscriber, have hereunto set my hands and seal this 11 day of January, 2002.

Marcia Catherine Mason
MARCIA CATHERINE MASON
MEMBER

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me by MARCIA CATHERINE MASON, who is personally known to me or who has produced the identification listed below, and is known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 11/12 day of January, 2002.



Timothy D. Padgett
MY COMMISSION # CC830942 EXPIRES
July 30, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Timothy D. Padgett
TIMOTHY D. PADGETT, NOTARY PUBLIC
My Commission Expires:

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

STATE OF FLORIDA
OFFICE OF THE SECRETARY OF STATE

The undersigned, MARCIA CATHERINE MASON, having been designated as Agent for the service of process with the State of Florida, upon THIS N THAT, L.L.C., a limited liability company, organized under the laws of the State of Florida, does hereby accept the appointment as such agent for the above-named limited liability company.

IN WITNESS WHEREOF, the name of said registered agent is hereunto affixed at Tallahassee, Leon County, Florida, this 11 day of January, 2002.


MARCIA CATHERINE MASON

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