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Florida Department of State
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LIMITED LIABILITY COMPANY

FUZZYBRUSH NORTH AMERICA, LLC

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DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION
OF
FUZZYBRUSH NORTH AMERICA, LLC**

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**ARTICLE I
NAME**

The name of this limited liability company is FUZZYBRUSH NORTH AMERICA, LLC, a Florida limited liability company, (the "Company").

**ARTICLE II
DURATION**

The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State

**ARTICLE III
PURPOSE**

The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

**ARTICLE IV
PLACE OF BUSINESS**

The mailing and street address of the Company's principal office is P. O. Box 08547, Fort Myers, Florida 33908.

**ARTICLE V
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Joseph A. Troiano. The street address of the initial registered agent of the Company is 4415 Metro Parkway, Fort Myers, Florida 33916.

**ARTICLE VI
ADDITIONAL MEMBERS**

Additional members to the Company may be admitted. The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

**ARTICLE VII
TERMINATION OF MEMBERSHIP**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership

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of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

ARTICLE VIII
MANAGEMENT OF THE COMPANY

The Company shall be managed by a manager or managers in accordance with the Operating Agreement adopted by all of the members. The name and address of the initial manager, who shall serve until the first annual meeting of the members or until his successor is elected and qualified, is:

Joseph A. Troiano
4415 Metro Parkway, Suite 325
Fort Myers, Florida 33916

ARTICLE IX
REGULATIONS

The manager or managers shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

ARTICLE X
VOTING

The Company is authorized to issue membership units with voting rights and membership units without voting rights.

ARTICLE XI
CERTIFICATED INTERESTS

The members' interests in the Company shall be evidenced by certificates.

The undersigned executed these Articles of Organization effective as of the 7th day of March 2002.



Joseph A. Troiano, Registered Agent

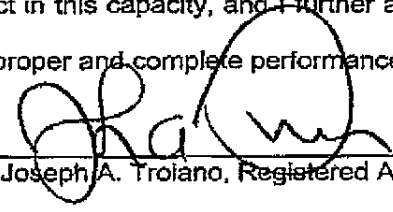
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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Joseph A. Trolano, Registered Agent

Dated: March 7, 2002.

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