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ROBERT P. BUDISH

Attorney at Law Suite 300

370 West Camino Gardens Boulevard, Boca Raton, Fl.

33432

Tel. (561)-338-5498

Fax (561)-750-7959

August 5, 2003

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Amended and Restated Articles of Organization of Carolyn Ashley Design, L.C.

Dear Sirs.

Enclosed please find original Amended and Restated Articles of Organization of Carolyn Ashley Design, L.C. to be filed along with check for \$35.00 to Secretary of State for costs for same.

Also please find original Affidavit of Membership and Contribution and Consent to be filed with same.

Very truly yours

Robert Budish, Esq.

RB/mm

AMENDED ARTICLES OF ORGANIZATION OF

CAROLYN ASHLEY DESIGN, L.C.

Article I

The name of the limited liability company "(Company)" is

CAROLYN ASHLEY DESIGN, L.C.

Article II

The mailing and street address of the Company's principal office is 370 West Camino Gardens Boulevard, Suite 300, Boca Raton, Florida, 33432.

Article III

The period of duration for the company is thirty (30) years beginning on the date these Articles of Organization are filed by the Florida Department of State.

Article IV

The name of the company's registered agent in Florida is Robert Budish, Esq. The address of the company's registered office in Florida is 370 West Camino Gardens Boulevard, Suite 300, Boca Raton, Florida, 33432.

Article V

The Company is to be managed by a manager. The initial manager will serve until the first annual meeting of the members. The initial member is identified as follows: CAROLYN SILVERTAND.

Article VI

The company shall admit an additional member as of August 5, 2003, since they have obtained the unanimous written consent of the existing member which is filed herewith. The new member shall be LINDA HATCHETT.

In witness whereof, I have executed these Amended Articles of

Organization this 5th day of August, 2003.

Carolyn Silvertand, Member

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CONSENT TO ADMISSION OF NEW MEMBER TO COMPANY

I, CAROLYN SILVERTAND, hereby give my unanimous consent to the admission of a new member to the Company, CAROLYN ASHLEY DESIGN, L.C., specifically, LINDA HATCHETT.

Dated this 15 day of August, 2003.

CAROLYN SILVERTAND

BIVISIO ABVIBUBES D.8 NV 61 DNY 80