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P.O. Box 9947 • Fort Lauderdale, FL 33310-0947

June 25, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Registration Section
Divisions of Corporations
Post Office Box 6327
Tallahassee, FL 32314

700006406427-5
-07/15/02-01062-015
****155.00 ****155.00

Re: E-Z Care Products – Articles of Organization

700006406427-5
-07/15/02-01062-015
****155.00 ****155.00

To Whom it May Concern:

Enclosed please find the following regarding the organization of a limited liability company with the name E-Z Care Products:

- 1) Articles of organization
- 2) Affidavit
- 3) Check for \$155 for Filing Fee, Designation of Registered Agent, and Certified Copy

AL

If you need anything further please do not hesitate to give me a call.

Sincerely,

Ron Hessler

Ron Hessler
Controller

Main Plant
2700 S.W. 14th Street
Pompano Beach, FL 33069-4395
(954) 974-5440 • Fax: (954) 977-7513
1-800-327-1835
E-mail: info@cpcaerosols.com
Web Site: <http://www.cpc-aerosols.com>

Los Angeles Plant
9881 Sixth Street • Unit #206
Rancho Cucamonga, CA 91730-5741
(909) 941-4340 • Fax: (909) 948-0795
1-800-777-2948

**ARTICLES OF ORGANIZATION OF
E-Z CARE PRODUCTS, LC**

ARTICLE I

NAME AND PLACE OF BUSINESS

The name of the limited liability company shall be E-Z Care Products, L.C., and its principal office shall be located at 2700 Gateway Drive in the City of Pompano Beach, County of Broward, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

**REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S
SIGNATURE:**

The Name and the Florida street address of the registered agent are:

Judy McCarthy
2700 Gateway Drive
Pompano Beach, FL 33069

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Registered Agent's Signature

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TALLAHASSEE, FLORIDA

ARTICLE III
MEMBERSHIP RESTRICTIONS

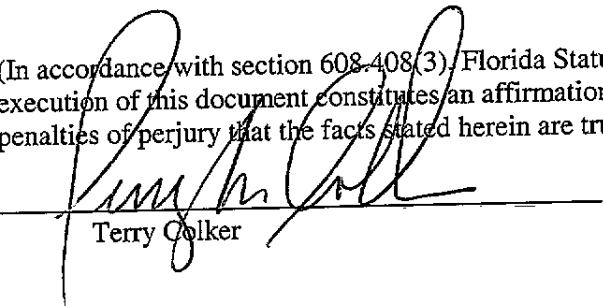
Additional members may be admitted to the Company upon the unanimous consent of its members.

Any member may transfer his/her membership in this Company to any other person, subject to the conditions set out in this Article. However, the transferee shall not acquire thereby the right to participate in the management of the Company. The transferee shall only acquire the right to share in any profits or other compensation or the return of contribution that would have otherwise been paid to the transferring member.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member of the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

A member certificate shall be given to each member which shall include the following information: the name and principal address of the Company; the name of the member; the value of the capital contribution to the member; the signatures of all members; and, a statement in bold print stating that the membership certificate is issued pursuant to an operating agreement and that the transfer or other encumbrance of the membership represented by the certificate of membership is subject to certain restrictions as set out in the operating agreement.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


Terry Colker

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TALLAHASSEE, FLORIDA

State of Florida

County of Broward

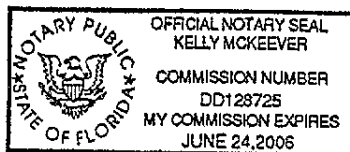
In compliance with FS 608.407(2), the undersigned member or authorized representative of a member of **E-Z Care Products, LC** deposes and says:

- 1) The limited liability company identified above has at least two members.
- 2) The total amount of cash contributed by the members is \$ 10,000.
- 3) If any, the agreed value of property other than cash contributed by the members is \$ 0. A description of the property is attached as Exhibit ___ and made a part of this affidavit.
- 4) The total amount of cash or property anticipated to be contributed by the members is \$ 10,000. This total includes the amounts from 2 and 3 above.


Terry Colker

The foregoing instrument was acknowledged before me this 12th day of July 2003 by Terry Colker on behalf of E-Z Care Products, LC, a limited liability company. He is personally known to me or has produced _____ as identification.


Notary Signature



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CLERK OF DISTRICT COURT
STATE OF FLORIDA
TALLAHASSEE, FLORIDA