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LIMITED LIABILITY COMPANY

WestPoints Interior Design Group, L.L.C.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
WESTPOINTS INTERIOR DESIGN GROUP, L.L.C.**

The undersigned being a Member ("Member"), for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

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ARTICLE I - Name

The name of the Limited Liability Company is WestPoints Interior Design Group, L.L.C. ("Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company shall be 1004 Collier Center Way, Suite 100, Naples, Florida 34110.

ARTICLE III - Duration

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The period of duration of the Company shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - Purpose

The Company is formed for the object and purpose of, and the nature of the business to be conducted and promoted by the Company is, engaging in any lawful act or activity for which limited liability companies may be organized under the laws of the State of Florida.

ARTICLE V - Management

The Company shall be managed by the Members in accordance with the Operating Agreement adopted by the Members for the management of the business and affairs of the Company. The name and address of the managing member are:

WestPoints Development, L.L.C.
1004 Collier Center Way, Suite 100
Naples, Florida 34110

The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

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ARTICLE VI - Admission of Additional Members

One or more additional Members of the Company may be admitted to the Company with the consent of all of the Members.

ARTICLE VII - Dissolution

The Company shall be dissolved and its affairs shall be wound up upon the first to occur of the following: (a) the written consent of all of the Members or (b) the resignation, bankruptcy or death of all of the Members or the occurrence of any other event which terminates the continued Membership of all of the Members in the Company.

ARTICLE VIII - Registered Office and Agent

The name and the Florida street address of the initial registered agent are: Matthew T. Miller, 1004 Collier Center Way, Suite 100, Naples, Florida 34110.

ARTICLE IX - Indemnification

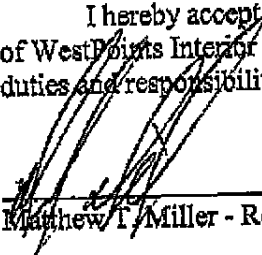
The Company may indemnify any manager, employee or agent of the Company to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization at Naples, Florida, on this 15th day of August 2002.

WESTPOINTS DEVELOPMENT, L.L.C.

By: 
Matthew T. Miller, Member

I hereby accept my designation as resident agent and agree to serve as the resident agent of WestPoints Interior Design Group, L.L.C. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for WestPoints Interior Design Group, L.L.C.


Matthew T. Miller - Registered Agent

Dated: August 15, 2002

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