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(Requestor's Name)

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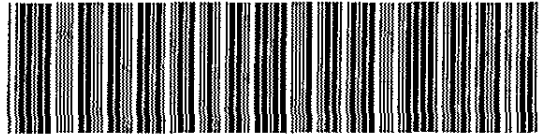
(Business Entity Name)

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LAW OFFICES  
**EDWARD E. LEVINSON, P.A.**  
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February 20, 2003

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: The Towel Pal, LLC

Dear Ladies or Gentlemen:

Enclosed are two originals of the Articles of Organization of THE TOWEL PAL, LLC, a Florida limited liability corporation; together with my firm check in the amount of \$155.00, which represents the filing fee, Registered Agent Designation and a certified copy.

Also enclosed is a self-addressed, stamped envelope for your convenience forwarding to me the certified copy.

If you have any questions, please call me.

Very truly yours,



EDWARD E. LEVINSON

EEL/dlm

Enclosures

cc: Mr. Sean O'Toole  
Mr. William E. Drier

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**ARTICLES OF ORGANIZATION OF**  
**THE TOWEL PAL, LLC**

The undersigned Member hereby makes, subscribes, and files these Articles of Organization for the purpose of forming a limited liability company under the Florida Limited Liability Company Act:

1. Name. The name of the limited liability company is The Towel, Pal, LLC
2. Duration. The period of duration of the limited liability company is perpetual.
3. Principal Office. The mailing address and the street address of the principal office of the limited liability company is, 1450 Brickell Bay Drive, Unit 1002, Miami, Florida 33131.
4. Registered Agent and Office. The name and address of its initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is Sean O'Toole, 1450 Brickell Bay Drive, Unit 1002, Miami, Florida 33131.
5. Admission of Additional Members. Additional Members will be admitted only upon such terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.
6. Continuity; No Right to Distribution on Withdrawal. The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event, which terminates the continued membership of a Member in this limited liability company. No Member shall be entitled to receive a return of capital or other distribution upon withdrawal from this limited liability company or otherwise, except as otherwise provided in the Regulations of the limited liability company.
7. Management. The limited liability company is to be run by one or more members appointed by a majority of the members. The name and address of the initial managing member is Sean O'Toole, 1450 Brickell Bay Drive, Unit 1002, Miami, Florida 33131.

DATED this 31 day of January, 2003.

  
Sean O'Toole

**CERTIFICATE OF DESIGNATION AND**  
**ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for The Towel Pal, LLC at the place designated herein, and being familiar with the obligations of such 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.

DATED this 31 day of January, 2003.

  
Sean O'Toole

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