

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L03000010715
FILED 8:00 AM
March 25, 2003
Sec. Of State

Article I

The name of the Limited Liability Company is:

B-TOWN FASHIONS LLC

Article II

The street address of the principal office of the Limited Liability Company is:

5108 15TH ST. E.
BRADENTON, FL. 34203

The mailing address of the Limited Liability Company is:

PO BOX 10446
BRADENTON, FL. 34282

Article III

The name and Florida street address of the registered agent is:

VINCENT L WILLIAMS JR.
6328 7TH CT. E.
BRADENTON, FL. 34203

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.

Registered Agent Signature: VINCENT L. WILLIAMS JR.

Article IV

The name and address of managing members/managers are:

Title: MGR
VINCENT L WILLIAMS JR.
6328 7TH CT. E.
BRADENTON, FL. 34203 US

Title: MGR
BERTHENIA R MAYS
PO BOX 10446
BRADENTON, FL. 34282 US

Signature of member or an authorized representative of a member

Signature: VINCENT L. WILLIAMS JR.

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