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Division of Corporations

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From:

Account Name : JECK, HARRIS & JONES, LLP

Account Number : 120000000210 Phone : (561)746-1002 Fax Number : (561)747-4113

LIMITED LIABILITY COMPANY

LEAVES, LLC

Certificate of Status	1
Certified Copy	0
Page Count	03
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Electronic Filing Menu

Corporate Filing

Public Access Help

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ARTICLES OF ORGANIZATION

OF

LEAVES, LLC

a Florida limited liability company

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I

The name of the Limited Liability Company is LEAVES, LLC.

ARTICLE II

The mailing and street address of the Company's principal office is #2 Governors Court, Palm Beach Gardens, Florida 33418.

ARTICLE III Purpose and Powers

The general purpose for which the Company is organized is for the marketing and sele of fresh flower displays and such other business as may be determined by the members. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

The period of duration for the company is perpetual, beginning on the date the Articles of Organization are filed by the Florida Department of State, unless the Company is earlier dissolved as provided in the Articles of Organization or the Operating Agreement and Regulations.

ARTICLE V Registered Agent and Office

The name of the Company's registered agent in Florida is **D.** Bruce Kratz, Esq. The address of the Company's registered office in Florida is Jeck Harris & Jones, LLP, 1061 East Indiantown Road, Suite 400, Jupiter, Florida 33477.

ARTICLE VI Management

The Company is to be managed by one or more members as manager and is, therefore, a member-managed company.

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ARTICLE VII Termination of Existence

The Company may be dissolved at any time as provided in the Operating Agreement of the Company. The Company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of any member except as may be provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned member has made and executed these Articles of Organization on this 22nd day of October, 2003.

Corinne Murphy, Managing Member

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered agent/registered office, in the State of Florida:

- 1. The name of the limited liability company is LEAVES, LLC
- The name and address of the registered agent and office is: D. Bruce Kratz, Esq., Jeck Harris & Jones, LLP, 1061 East Indiantown Road, Suite 400, Jupiter, Florida 33477.

Dated: October 22, 2003

Corinne Murphy Managing Member

Having been named as registered agent and to accept service of process for the abovenamed 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.

Dated: October 23, 2003

D. Bruce Kratz

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