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LIMITED LIABILITY COMPANY

The Jewelry Place, LLC

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**ARTICLES OF ORGANIZATION
OF
THE JEWELRY PLACE, LLC
(a Florida Limited Liability Company)**

The undersigned, a member of The Jewelry Place, LLC, a Florida limited liability company (the "Company") under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby submit the following Articles of Organization:

ARTICLE I

Name

The name of this Limited Liability Company is The Jewelry Place, LLC (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is 11444 74th Avenue Seminole, Florida 33772.

ARTICLE III

Registered Agent, Registered Office and Registered Agent's Signature

The Florida street address of the registered office of this Company shall be: 11444 74th Avenue Seminole, Florida 33772, and the name of the registered agent of the Company at that address shall be Heather Osterman-Burgess.

ARTICLE IV

Withdrawal

In the event of the withdrawal (within the meaning of §608.427, Florida Statutes) of a Member pursuant to the express terms of the operating agreement, the Member shall be entitled to receive only the distributions and other payments expressly provided for in the operating agreement, regardless of whether such distributions and other payments equal the fair value of such withdrawing Member's interest in the Company as of the date of resignation (within the meaning of §608.427, Florida Statutes) of the Member from the Company.

IN WITNESS WHEREOF, the undersigned member has signed these Articles of Organization this 22 day of March, 2004.

Heather Osterman-Burgess

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*Signature of a member [or an authorized representative of a member]*Print Name: Heather Osterman-BurgessTitle: MemberRegistered Agent Acceptance

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 relative 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.

Heather Osterman-Burgess
(Signature of Registered Agent) Heather Osterman-Burgess

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