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DAVID F. PLEASANTON, P.A.

ATTORNEYS AT LAW
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1840 FOREST HILL BLVD.
SUITE 205
WEST PALM BEACH, FL 33406

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July 9, 2004

Registration Section
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Jill R. Hearne, LLC

Ladies and Gentlemen:

Please find enclosed the following in connection with the above referenced corporation.

1. Original Articles of Organization
2. Designation of Resident Agent
3. One photocopy for return mailing
4. Check in the amount of \$160.00

Please file this new corporation and forward a certified copy to me, along with a Certificate of Status. Please also forward your letter of acknowledgment directly to this office.

Should you have any questions or comments, please do not hesitate to contact me.

Sincerely,

David F. Pleasanton
David F. Pleasanton

DFP:sg

**ARTICLES OF ORGANIZATION OF
JILL R. HEARNE, LLC
(A Florida Limited Liability Company)**

ARTICLE I

NAME

The name of the company shall be Jill R. Hearne, LLC.

ARTICLE II

ADDRESS OF PRINCIPAL OFFICE

The street address and mailing address of the principal office of the company is: 1478 S.W.
18th Terrace, Fort Lauderdale, FL 33312.

ARTICLE III

PURPOSE

The company is organized under the Florida Limited Liability Company Act, (Chapter 608,
Florida Statutes, as in effect on the date of execution hereof, or as may be hereafter amended) to do
all aspects of art work. In furtherance of this undertaking, however, the company may engage in any
activity or business permitted under the laws of the United States and of the State of Florida without
limitation.

The company is specifically permitted to engage in any legal business in any other state as
well as the State of Florida.

ARTICLE IV

INITIAL REGISTERED AGENT

The address of the company's initial place of business and name and address of its initial
registered agent are as follows: Jill R. Hearne, 1478 S. W. 18th Terrace, Fort Lauderdale, FL 33312.

ARTICLE V

CAPITAL CONTRIBUTION

The total cash contributed (and description and agreed value of property other than cash, if indicated below) or to be contributed to the company by its members is:

<u>Member Name</u>	<u>Contribution</u>
Jill R. Hearne	\$10,000.00

ARTICLE VI

ADMISSION OF MEMBERS

No member of the company may admit any new member without the unanimous consent of all other members.

ARTICLE VII

CONTINUATION OF BUSINESS

The remaining members of the company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, only with the unanimous consent of all other members.

ARTICLE VIII

MANAGEMENT OF COMPANY

The company shall be managed by its members. Member voting shall be in proportion to the contributions of the members to the capital of the company, as adjusted from time to time, to properly reflect any additional contributions or withdrawals by the members, whose names and addresses are:

Name

Address

Jill R. Hearne

1478 S.W. 18th Terrace
Ft. Lauderdale, FL 33312

ARTICLE IX

COMMENCEMENT OF EXISTENCE

The existence of the company shall commence on the date on which these Articles are subscribed and acknowledged, unless the Articles are not filed with the Department of State within five (5) days (exclusive of legal holidays) thereafter, in which case such existence shall commence upon filing.

ARTICLE X

TERMINATION

The existence of the company shall be dissolved and terminate as provided in F.S. §608.441, as in force upon execution of these Articles, or as such statute may from time to time be amended.

ARTICLE XI

SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Organization, and percentage interest, are as follows:

Member Name

Address

Percentage Interest

Jill R. Hearne

1478 S.W. 18th Terrace
Ft. Lauderdale, FL 33312

100%

IN WITNESS WHEREOF, the above named person has hereunto set his hand and seal this

8 day of June, 2004.


Jill R. Hearne

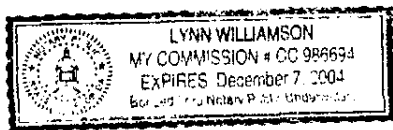
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 8 day of ^{July} June, 2004 by Jill R. Hearne, who is personally known to me, or who produced California Driver License as identification, and who did not take an oath.

#

B6266553



Lynn Williamson
Notary Public, State of Florida

Acceptance of Registered Agent

The undersigned is familiar with, and accepts, the obligations of the position of registered agent and agrees to comply with the provisions of the laws of Florida.

Dated: JULY 8, 2004

Jill R. Hearne
Jill R. Hearne, Registered Agent

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