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To:

Division of Corporations
Fax Number : (850) 205-0383

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Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : I20010000247
Phone : (877) 527-3463
Fax Number : (305) 675-2811

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

ANTIQUES ON DEARBORN, LLC

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SECRETARY OF ST.
TALLAHASSEE, FLO.

ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

in compliance with Chapter 608, F.S.

ARTICLE I NAME

The name of the Limited Liability Company is:

ANTIQUES ON DEARBORN, LLC

ARTICLE II ADDRESS

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

447 WEST DEARBORN ST.

ENGLEWOOD, FL 34423

**ARTICLE III REGISTERED AGENT, REGISTERED OFFICE &
REGISTERED AGENT SIGNATURE**

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

A1A REGISTERED AGENT INC.

92 SADBERRY RD.

QUINCY, FL 32351

Having been named as registered agent 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 as provided for in Chapter 608, F.S.


Registered Agent's Signature

ARTICLE IV MEMBERS (optional)

MANAGING MEMBER:

GEORGE E. STUART

507 ALJO PLACE

NORTH PORT, FL 34287-1501

MANAGING MEMBER:

ESTHER A. STUART

507 ALJO PLACE

NORTH PORT, FL 34287-1501

MANAGING MEMBER:

BETHA LOVENBURG

87 MARK TWAIN LANE

ROTUNDA WEST, FL 33947

MANAGING MEMBER:

GEORGE RIETZEL

971 TANAGER RD.

VENICE, FL 34293

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FROM :

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Aug. 23 2004 10:35AM

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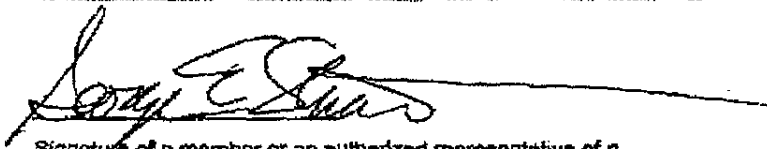
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAGE 2 ANTIQUES ON DEARBORN, LLC

MANAGING MEMBER
JEFFREY MAZUR
P.O. BOX 2194
ENGLEWOOD, FL 34295

MANAGING MEMBER
JUDY POSNER
P.O. BOX 2194
ENGLEWOOD, FL 34295



Signature of a member or an authorized representative of a
(In accordance with section 608.408(3), Florida Statutes, the execution of this document
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

GEORGE E. STUART