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VISION OF CORPORATIO

LIMITED LIABILITY COMPANY

Royalton Home Decor, LLC

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ARTICLES OF ORGANIZATION OF

ROYALTON HOME DECOR, LLC

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies as follows:

ARTICLE I

NAME

The name of the limited liability company shall be Royalton Home Decor, LLC (the "Company").

ARTICLE II

ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company shall be 4365 Tamiami Trail North, Naples, Florida 34103.

<u>ARTICLE III</u>

MANAGEMENT

The Company shall be managed by one or more Members and shall be a Member Managed company. The initial Managing Member of the Company shall be:
ROBYN MOWERY.

ARTICLE IV

DURATION

The Company shall be perpetual in duration and shall exist until dissolved in a manner provided by law or, if an operating agreement is adopted by the members, as provided for therein.

ARTICLE V

MEMBERSHIP

The members of the Company shall have the right to admit new members upon unanimous agreement of the existing members of the Company or, if an operating agreement is adopted by the members, as provided for therein.

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ARTICLE VI

MEMBERS' RIGHT TO CONTINUE BUSINESS

The existence of the Company shall continue notwithstanding the death, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company.

ARTICLE VII

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial registered agent of the limited liability company is C. Lane Wood, Esq., and the address of the office of the registered agent is c/o Salvatori & Wood, P.L., 4001 Tamiami Trail North, Suite 300, Naples, Ft. 34103-3060.

IN WITNESS WHEREOF, the undersigned has signed these Articles Of Organization as authorized representative at Naples, Florida on December /#_____, 2004.

By: C LANE MOOD as

C. LANE WOOD, as Authorized Representative

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this ______ day of December, 2004, by C. LANE WOOD, as Authorized Representative for and on behalf of one or more members of Royalton Home Decor, LLC, a Florida limited liability company, who ____ is personally known to me or ____ who produced a driver's license as identification.

SHELLEY CARINI-NAPIER
MY COMMISSION & DD 381014
EXPIRES PLASE UND SHOOT A SHOOT AND SH

(SEAL)

Name: ___\ Notary Public

My Commission Expires:

In accordance with § 608.408(3), Fiorida Statutes, the execution of these Articles of Organization constitutes an affirmation under the paralles of periory that the facts stated herein are true.

CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is Royalton Home Decor, LLC.

The name of the initial registered agent of the limited liability company is C. LANE WOOD, and the address of the office of the registered agent is 4001 Tamiami Trail North, Suite 330, Naples, Florida 34103.

ROYALTON HOME DECOR, LLC

C, LANE WOOD, as Authorized Representative

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REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided in Section 608.415. Florida Statutes.

O LANE WOOD