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GEORGE C. KELLEY, P.A.
ATTORNEY AT LAW

TELEPHONE: (407) 886-2130
FAX: (407) 886-0762

368 EAST MAIN STREET • P.O. BOX 1132
APOPKA, FLORIDA 32704-1132

Date: January 17, 2005

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: MAIN STREET PRODUCTS U.S.A., L.L.C.

Dear Sir:

Please find enclosed original and one copy of Articles of Organization for the above-named limited liability company. Our check in the amount of \$130.00 is enclosed to cover the following fees:

\$100.00 Filing fees for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 5.00 Certificate of Status

Thank you for your prompt attention to this matter.

Very truly yours,


GEORGE C. KELLEY, III, ESQ.

GCK:lln
Enclosures

ARTICLES OF ORGANIZATION OF
MAIN STREET PRODUCTS U.S.A., L.L.C.

The undersigned hereby certifies that we have associated ourselves for the purpose of becoming a limited liability company under laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be MAIN STREET PRODUCTS U.S.A., L.L.C., and its principal place of business shall be 525 Sand Wedge Loop, Apopka, FL 32712, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the member(s).

ARTICLE II

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity of business authorized under Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop all of any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation; carry on any kind of business of a

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similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all of any of the limited liability company powers, and to carry out all for any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprises in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out to, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
7. The several clauses contained in this statement of the general nature of the businesses to be transacted shall be constructed as both purposes and

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powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

8. Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise or do.

ARTICLE III

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1,000.00 shall be paid to the limited liability company by the member(s). Additional contributions will be made as required for investment purposes, as determined by the member(s).

ARTICLE IV

PROFITS AND LOSSES

- (A) Sharing of Profits. The member(s) shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. The distributive share of the profits shall be determined and paid to the member(s) each year on the anniversary date of the commencement of business of the limited liability company, the month and day of such commencement date being January 1, 2005.
- (B) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the member(s).

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ARTICLE V

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the member(s) of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the member(s) of the limited liability company.

ARTICLE VI

DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the member(s).

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 525 Sand Wedge Loop, Apopka, FL 32712.

ARTICLE VIII

MANAGEMENT

Management of this limited liability company is reserved to its member(s), whose name(s) and address(es) are as follows:

Christopher J. Lyons, Managing Partner, 313 High Street, Hingham, MA 02043

Joseph Brian Then, 525 Sand Wedge Loop, Apopka, FL 32712

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ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 525 Sand Wedge Loop, Apopka, FL 32712, Orange County, Florida, and the name of its initial registered agent at such address is Joseph Brian Then.

ARTICLE X

RESTRICTIONS ON MEMBERSHIP

Member(s) shall have the right to admit new members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

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 a member in the limited liability company, the remaining member(s) shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned, being the original member(s) of the limited liability company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of MAIN STREET PRODUCTS U.S.A., L.L.C.

Executed by the undersigned on ^{January 7th} ~~December 7~~, 2004.


Joseph Brian Then


Christopher J. Lyons

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 4th 7 day of ~~December~~ January, 2004, by JOSEPH BRIAN THEN, a partner in MAIN STREET PRODUCTS U.S.A., L.L.C., a limited liability company. He is ☒ personally known to me OR ☐ has produced a Florida Driver's License No.: _____

Linda Noppinger
Notary Public

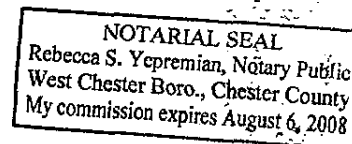


Linda L. Noppinger
MY COMMISSION # DD218638 EXPIRES
June 2, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF Pennsylvania
COUNTY OF Chester

The foregoing instrument was acknowledged before me this 7 day of ~~December~~ January, ~~2004~~ 2005, by CHRISTOPHER J. LYONS, a partner in MAIN STREET PRODUCTS U.S.A., L.L.C., a limited liability company. He is ☐ personally known to me OR ☒ has produced a MA Driver's License No.: S92225215

Rebecca S. Yepremian
Notary Public



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF ORANGE

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the registered agent for MAIN STREET PRODUCTS U.S.A., L.L.C. is JOSEPH BRIAN THEN, 525 Sand Wedge Loop, Apopka, FL 32712. The address of the company's principal office where the agent is located is 525 Sand Wedge Loop, Apopka, FL 32712.

This statement is to acknowledge that, as indicated above, MAIN STREET PRODUCTS U.S.A., L.L.C., has appointed me, JOSEPH BRIAN THEN, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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: January 17th, 2004.

Joseph Brian Then
JOSEPH BRIAN THEN
NOTARY PUBLIC
STATE OF FLORIDA
JAN 20 2004
January 17th day of December, 2004

The foregoing instrument was acknowledged before me this January 17th day of December, 2004, by JOSEPH BRIAN THEN, agent on behalf of MAIN STREET PRODUCTS U.S.A., L.L.C., a limited liability company. He is ☒ personally known to me OR ☐ has produced a Florida Driver's License No.: _____

Linda L. Noppinger
Notary Public



Linda L. Noppinger
MY COMMISSION # DD218638 EXPIRES
June 2, 2007
BONDED THRU TROY FAIN INSURANCE, INC