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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 17, 2005

RICHARD BARON & ASSOCIATES  
501 NE 1ST AVENUE, ST.E 201  
MIAMI, FL 33132

SUBJECT: EH MERCHANDISE, LLC  
Ref. Number: W05000013770

We have received your document for EH MERCHANDISE, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on . Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6890.

Jason Merrick  
Document Specialist

Letter Number: 605A00018239

TALLAHASSEE, FLORIDA

05 MAR 28 AM 8:02

3/25/05

**RICHARD BARON & ASSOCIATES**  
ATTORNEYS AT LAW

Richard Baron, Esq.  
Nancy J. Cliff, Esq., Of Counsel

Suite 201  
501 Northeast 1<sup>st</sup> Avenue  
Miami, Florida 33132  
Telephone: (305) 577-4626  
Facsimile: (305) 577-4630

March 8, 2005

Department of State  
Division of Corporations –  
Registration Section  
409 East Gaines Street  
Tallahassee, Florida 32399

**Re: Articles of Organization of Florida LLC**

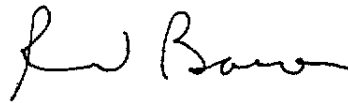
Dear Sir or Madam:

Enclosed please find executed Articles of Organization of EH Merchandise, LLC, a Florida Limited Liability Company as well as a check in the amount of \$130 representing the filing fee of \$125 as well as \$5 for a certificate of status.

Please send the certificate of status to the undersigned at the above address.

Thank you for your attention to this matter.

Sincerely,



Richard Baron, Esq.  
Fla. Bar # 178675

TALLAHASSEE, FLORIDA

05 MAR 23 AM 8:02

3/25/05

**ARTICLES OF ORGANIZATION**

**OF**

**EH MERCHANDISE, LLC**

**A Florida Limited Liability Company**

We, the undersigned, desiring to form a Florida Limited Liability Company, in conformance with the Florida Limited Liability Company Act, Chapter 608, of the Florida Statutes hereby adopt the following Articles of Organization for such Company.

**ARTICLE I - NAME**

The name of the corporation shall be **EH MERCHANDISE, LLC**

**ARTICLE II - NATURE OF BUSINESS**

The nature of the business shall be to do all and everything necessary and proper for the accomplishment of any object enumerated in the Articles of Organization or any amendment thereof or necessary or incidental to the protection and benefit of the Company, and, in general, to carry on any lawful business permitted by the Statutes of the State of Florida.

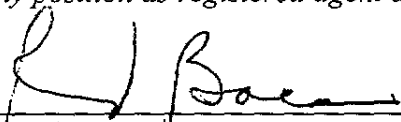
**ARTICLE III- PRINCIPAL ADDRESS**

The post office address of the principal office of this Company c/o Richard Baron, Esq., Richard Baron & Associates, 501 Northeast 1<sup>st</sup> Avenue, Suite 201, Miami, Florida 33132, Tel: 305-577-4626, Fax: 305-577-4630

**ARTICLE IV - INITIAL REGISTERED AGENT**

The name and post office address of the initial registered agent of this Company shall be Richard Baron, Esq., Richard Baron & Associates, 501 Northeast 1<sup>st</sup> Avenue, Suite 201, Miami, Florida 33132, Tel: 305-577-4626, Fax: 305-577-4630

*Having been named as registered agent and 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..*

  
Richard Baron, Esq.,  
Registered Agent's Signature

FILED  
TALLAHASSEE, FLORIDA  
05/16/05 05:16 PM

### ARTICLE V – EFFECTIVE DATE

The effective date of the Limited Liability Company is March 25, 2005.

### ARTICLE VI – MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and therefore is a manager managed company.


### ARTICLE VII- MANAGERS AND MEMBERS

The name and address of each Manager or Managing Member is as follows:

Managing Member: CorpLogoWare, LLC, by and through Jack Levine, Managing Executive, c/o Richard Baron, Esq., Richard Baron & Associates, 501 Northeast 1<sup>st</sup> Avenue, Suite 201, Miami, Florida 33132, Tel: 305-577-4626, Fax: 305-577-4630

Member: Brand Builder Holding, LLC., A Delaware Limited Liability Company, c/o Corporation Service Company, 2711 Centerville Road Suite 400, Wilmington, De 19808

In accordance with F.S. § 608.408(3) the execution of this document constitutes an affirmation under penalties of perjury that the facts contained herein are true.

  
Richard Baron, Esq.,  
Authorized Representative of Member

STATE OF FLORIDA                    )  
                                                  )    SS:  
COUNTY OF MIAMI-DADE        )

The foregoing instrument was acknowledged before me this day on March 22, 2005, by Richard Baron, who is personally known to me.

  
Notary Public

