

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000074478
FILED 8:00 AM
July 29, 2005
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:

BABYIMAGE LLC

Article II

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

122 SW 62ND ST.
510
GAINESVILLE, FL. 32607

The mailing address of the Limited Liability Company is:

122 SW 62ND ST.
510
GAINESVILLE, FL. 32607

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

RUBEN D ORDUZ
122 SW 62ND ST.
510
GAINESVILLE, FL. 32607

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.

Registered Agent Signature: RUBEN D. ORDUZ

Article V

The name and address of managing members/managers are:

Title: MGRM
RUBEN D ORDUZ
122 SW 62ND ST. #510
GAINESVILLE, FL. 32607

Title: MGRM
SARAH A KINGCADE
122 SW 62ND ST. #510
GAINESVILLE, FL. 32607

Signature of member or an authorized representative of a member

Signature: RUBEN D. ORDUZ

L05000074478
FILED 8:00 AM
July 29, 2005
Sec. Of State
dcushing