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LIMITED LIABILITY COMPANY

Rachel Thompson Signature Art, LLC

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ARTICLES OF ORGANIZATION OF RACHEL THOMPSON SIGNATURE ART, LLC

THE UNDERSIGNED MEMBER hereby adopts the following Articles of Organization for the purpose of forming a limited liability company under the Florida Limited Liability Company Act.

ARTICLE I

Company Name and Principal Office

The name of the limited liability company shall be Rachel Thompson Signature Art, LLC (the "Company"), and the mailing and street address of the Company's principal office shall be located at 317 South Forest Dune Drive, St. Augustine, Florida 32080. However, the members shall have the power and authority to establish branch offices at any other place or places as they may so designate.

ARTICLE II

Management

This Company shall be managed by one (1) manager initially. However, the number of managers may be increased or diminished from time to time by unanimous vote of the members, but shall never be less than one (1) nor more than three (3).

The name and address of the initial manager is as follows:

NAME

ADDRESS

Rachel Thompson

317 South Forest Dune Drive St. Augustine, Florida 32080

ARTICLE III

Registered Agent and Office

The name of the Company's initial registered agent is Rachel Thompson, and the street and mailing address of the Company's initial registered agent in Florida is 317 South Forest Dune Drive, St. Augustine, Florida 32080.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on this 24 day of October, 2005.

STATE OF FLORIDA COUNTY OF ST. JOHNS



Notary Public

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ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for Rachel Thompson Signature Art, LLC.

Rachel Thompson

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PRESSORE STANDARD