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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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(Business Entity Name)

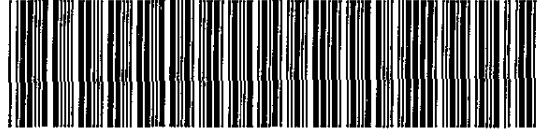
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PETER C.K. ENWALL, P. A.

Attorney at Law

Meridien Centre

2750 NW 43rd Street, Suite 201

Gainesville, FL 32606

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Phone (352) 376-6163
Fax (352) 376-5238

P. O. Box 357117
Gainesville, FL 32635-7117
Email: enwall@bellsouth.net
Website: www.peterenwall.com

December 1, 2005

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314-6327

To Whom It May Concern:

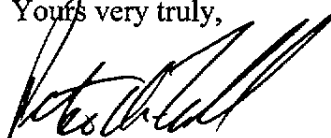
Please find enclosed the original and one copy of the Articles of Organization of :

SERENITY CANDLES, LLC

Please also find enclosed my check in the amount of \$125.00 for filing the Articles and certification of the registered agent.

Would you record these articles and provide me with a copy reflecting your date/time stamp. Thank you for your assistance.

Yours very truly,



PETER C.K. ENWALL

PCKE/ab
Enclosures

**ARTICLES OF ORGANIZATION OF
SERENITY CANDLES, LLC**

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the limited liability company is: SERENITY CANDLES, LLC.

ARTICLE II. TERM OF EXISTENCE

The existence of the limited liability company shall be perpetual until dissolved.

ARTICLE III. PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the limited liability company is:

Mailing:	6324 SW 137 th Avenue Archer, FL 32618
Street:	6324 SW 137 th Avenue Archer, FL 32618

ARTICLE IV. MANAGEMENT

The management of the company shall be vested in a Board of Managers. The qualifications, term, and manner of selection of members of the Board of Managers shall be established by the company's Operating Agreement.

ARTICLE V. MEMBERSHIP IN COMPANY

The qualifications and manner of selection and participation of the individual members of the company shall be established by the company's Operating Agreement, which shall be executed by and shall apply to and be binding upon each individual member.

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TALLAHASSEE, FLORIDA

ARTICLE VI. REGISTERED AGENT AND AGENT'S OFFICE

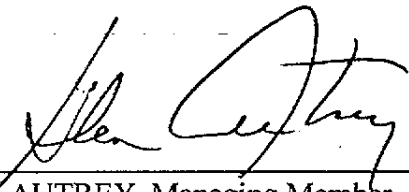
The name and registered address of the registered agent of the company are:

Peter C. K. Enwall, Esq.
2750 NW 43rd Street, Suite 201
Gainesville, FL 32606

A written acceptance of the duties of the registered agent is appended to these Articles.

I understand that in accordance with Fla.Stat. §608.408(3)(2001), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Dated this 1 day of December, 2005.



GLEN AUTREY, Managing Member

ACCEPTANCE OF REGISTERED AGENT

FILED

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, Florida Statutes.



PETER C. K. ENWALL
Registered Agent