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# RAMSBERGER LAW GROUP, P.A.

2959 First Avenue North St. Petersburg, Florida 33713

Thomas M. Ramsberger, Esquire E-mail TRamsberger@ramsbergerlaw.com Telephone (727) 327-1145 Facsimile (727) 323-4936

December 27, 2005

#### VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: Joseph Furniture Company, LLC

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Organization for the above-referenced Florida limited liability company. Also enclosed is a check in the amount of \$125.00 to cover the cost of filing the enclosed Articles of Organization. Please return the enclosed copy indicating that the original has been filed.

Your prompt attention to this matter is greatly appreciated. Should you have any questions regarding the enclosed documents, please feel free to contact this office.

Sincerely,

Pamela Neet Brickley

Rimela Neet Buckley

Paralegal

PNB/pb Enclosures SECRETARY OF STATE

#### ARTICLES OF ORGANIZATION

#### OF

# JOSEPH FURNITURE COMPANY, LLC

The undersigned authorized representative of the members hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

#### ARTICLE I

### <u>Name</u>

The name of this limited liability company (the "Company") shall be:

Joseph Furniture Company, LLC

## ARTICLE II

## Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

5114 20TH AVE N ST PETERSBURG, FL 33710

#### ARTICLE III

# Registered Office and Registered Agent

The initial registered office of the Company shall be located at 5114 20THAVE N St. Petersburg, Florida 33710, and the initial registered agent of the Company at such office shall be Thomas M. Ramsberger. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

#### ARTICLE IV

# **Operating Agreement**

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

### ARTICLE V

## **Amendment of Articles of Organization**

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of the members, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.

Thomas M. Ramsberger,

Authorized Representative of a Member

# JOSEPH FURNITURE COMPANY, LLC

# ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 27th day of December, 2005.

Thomas M. Ramsberger

2005 DEC 29 PM 12: 25