

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

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FILED 8:00 AM
April 20, 2006
Sec. Of State
Irrivers

Article I

The name of the Limited Liability Company is:

SEA CUP AND UP, LLC

Article II

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

1810 SOUTH OSPREY AVE
SARASOTA, FL. 34236

The mailing address of the Limited Liability Company is:

1700 BEN FRANKLIN DRIVE, APT 9A
SARASOTA, FL. 34236

Article III

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

RETAIL LINGERIE

Article IV

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

C. TED FRENCH
2033 MAIN STREET
SUITE 304
SARASOTA, FL. 34237

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: C. TED FRENCH

Article V

The name and address of managing members/managers are:

Title: MGRM
CHERYL BURKE
1700 BEN FRANKLIN, APT 9A
SARASOTA, FL. 34236

Title: MGRM
SANDRA THEISS
3339 SHEFFIELD CIRCLE
SARASOTA, FL. 34239

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Article VI

The effective date for this Limited Liability Company shall be:

04/20/2006

Signature of member or an authorized representative of a member

Signature: SANDRA L. THEISS