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To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : WHHW, INC.
Account Number : I20060000124
Phone : (407) 246-6584
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

MARC-MICHAELS DESIGN, QATAR, LLC

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**ARTICLES OF ORGANIZATION
FOR
MARC-MICHAELS DESIGN, QATAR, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, acting as the organizer of MARC-MICHAELS DESIGN, QATAR, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is MARC-MICHAELS DESIGN, QATAR, LLC.

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The street address and mailing address of the initial principal office of this Company is 720 W. Morse Blvd., Winter Park, Florida 32789.

**ARTICLE III
REGISTERED OFFICE ADDRESS,
INITIAL REGISTERED AGENT**

The address of the initial registered office of this Company is 390 N. Orange Avenue, Suite 1500, Orlando, Florida 32801, and the name of the initial registered agent of this Company at that address is WHWW, INC., a Florida corporation.

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**ARTICLE IV
DURATION**

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law or the Company's Operating Agreement.

**ARTICLE V
MANAGEMENT**

The Company shall be managed by one or more managers as provided in the Company's Operating Agreement. The initial Managers shall be Michael Abbott and S. Marc Thee, to serve until removed or replaced as provided in the Company's Operating Agreement. Either Manager of the Company shall have the authority to bind the Company without the joinder or consent of the other Manager, and joint signatures shall not be required.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 18th day of December, 2007.

W. Graham White
W. Graham White, Organizer

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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 in Chapter 608, Fla. Stat.

WHWW, INC., a Florida corporation

By: W. Graham White
W. Graham White, Vice President

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