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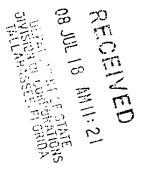
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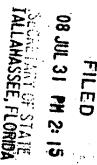
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B. KOHR

JUL 31 2008

EXAMINER



ATTORNEYS' T	TTLE		****
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NEW FILINGS	AMENDMENTS		
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Non-Profit	Resignation of R.A., Officer		
Limited Liability	Change of Registered Ager	nt	36
Domestication	Dissolution/Withdrawal		
Other	Merger		
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OTHER FILINGS	REGISTRATION/QUALIFICA	ATION	
Annual Report	Foreign		
Fictitious Name	Limited Partnership		
Name Reservation	Reinstatement		
	Trademark		
	Other		

Examiner's Initials jac





FLORIDA DEPARTMENT OF STATE Division of Corporations

July 18, 2008

ATTORNEYS' TITLE

TALLAHASSEE, FL

SUBJECT: HOOKED ON FASHION FL, LLC

Ref. Number: W08000034058

DIVISION OF CORPORATIONS

2009 JUL 31 PM 12: 36

10 ACKNOWLEDGE
TO ACKNOWLEDGE

We have received your document for HOOKED ON FASHION FL, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$155.00 payment.

The name designated in your document is unavailable since it is the same as the it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr Regulatory Specialist II

Letter Number: 408A00042127

ARTICLES OF ORGANIZATION

OF

OS MELLED W. S. S.

HOOKED ON FASHION INTERNATIONAL, LLC

ARTICLE 1

Name

The name of this Limited Liability Company is: HOOKED ON FASHION INTERNATIONAL, LLC.

ARTICLE 2

Duration

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

ARTICLE 3

Principal Office and Registered Agent

The mailing and the street address of the principal office of the limited liability company is 300 Fentress Blvd., Daytona Beach, FL 32114. The name and address of the initial registered agent of the limited liability company is Edmond P. Hennessy, 300 Fentress Blvd., Daytona Beach, FL 32114.

ARTICLE 4

Management

The company is to be a manager-managed company. The name and address of its Manager is:

Edmond P. Hennessy 300 Fentress Blvd. Daytona Beach, FL 32114

ARTICLE 5

Continuation of Business

Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within ninety (90) days after the occurrence of the event of dissolution, the members, by a majority in interest vote, consent in writing to the continuation of the business.

ARTICLE 6

Admission of Additional Members

No person may be admitted as an additional member without the prior written consent of the Managers. If such person is admitted, he or she shall be subject to the obligations and limitations in the Operating Agreement of the limited liability company, as amended for the

additional members.

IN WITNESS WHEREOF, the undersigned members do hereby execute and

acknowledge these articles of organization this

day of

2008.

Edmond P. Hennessy, Manager/M

CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OR PROCESS

Pursuant to Section 608.415 Florida Statutes, HOOKED ON FASHION INTERNATIONAL, LLC, hereby designates EDMOND P. HENNESSY, 300 Fentress Blvd., Daytona Beach, FL 32114 as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

Edmond P. Hernessy, Manager/Member

ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of HOOKED ON FASHION INTERNATIONAL, LLC, for service of process within the State of Florida.

Edmond P. Hennessy