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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Best Select Casual
Wear & Accessories, LLC

Name	
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Updater	KWM
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Acknowledgment	KWM
W. P. Verifier	KWM

Signature _____

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Name _____ Date _____ Time _____

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____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
✓ ____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark 000002331830-6
____ Merger File 10/28/97-01081-004
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
✓ ____ Cert. Copy _____
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____ Certificate of Good Standing _____
____ Certificate of Status _____
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**ARTICLES OF ORGANIZATION
OF**

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BestSelect Casual Wear & Accessories, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be BestSelect Casual Wear & Accessories, L.C., ("Company"). The principal place of business and mailing address of the Company in Florida shall be c/o Dolly Cohan, Law Office of Wayne M. Levine, 777 Lantana Road, Lantana, Florida 33462.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State and shall have perpetual existence thereafter unless the Company is dissolved as provided in these Articles of Organization.

ARTICLES III - PURPOSES AND POWERS

The general purpose for which the Company is organized is to operate in internet marketing and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLES IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Dolly Cohan, Law Office of Wayne M. Levine, 777 Lantana Road, Lantana, Florida 33462.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

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ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Article of Organization. The names and address of the members of the company are:

Edith Fehlmann
Sinslerstrasse 114
CH-6330 CHAM, Switzerland

Stanley F. Rose
2110 Imperial G.C. Blvd.
Naples, Florida 34110

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Naples, Florida for the foregoing uses and purposes this 15th day of October, 1997.

Stanley F. Rose
Stanley F. Rose

Edith Fehlmann
Edith Fehlmann

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STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared Stanley F. Rose to me well known to be the organizer of the above limited liability company and who subscribed the above Articles of Organization, and he freely and voluntarily acknowledges before me according to law that he made the same for the uses and proposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 15th day of October, 1997.

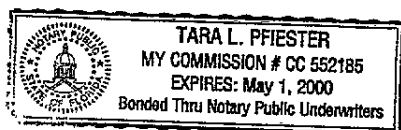
Tara L. Pfister
Notary Public, State of Florida
Name of Notary: Tara Pfister

STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared Edith Fehlmann to me well known to be the organizer of the above limited liability company and who subscribed the above Articles of Organization, and she freely and voluntarily acknowledges before me according to law that she made the same for the uses and proposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 15th day of October, 1997.

Tara L. Pfister
Notary Public, State of Florida
Name of Notary: Tara Pfister



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

- 1. The name of the limited liability company is
BestSelect Casual Wear & Accessories, L.C.**
- 2. The name and address of the registered agent and office is:**

**Dolly Cohan
Law Office of Wayne M. Levine
777 Lantana Road
Lantana, Florida 33462**

**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.**


Dolly Cohan


October 16, 1997
Date

FILING FEE: \$ 35 FOR DESIGNATION OF REGISTERED AGENT

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of BestSelect Casual Wear & Accessories, L.C., as the registered agent of this limited liability Company, hereby consents to his appointment as registered agent of the Company.



Dolly Cohan
Registered Agent

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The undersigned member or authorized representative of a member of BestSelect Casual Wear & Accessories, L.C., deposes and says:

- 1) The above named limited liability company has at least two members
- 2) The total amount of cash contribution (initial capital) by the member(s) is \$1000.00.
- 3) If any, the agreed value of real and personal property other than cash contributed by member(s), and additional cash or real or personal property to be contributed by the members is \$0. A description of the property is attached and made a part hereto (attached Exhibit "A").
- 4) The total amount of cash or real or personal property anticipated to be contributed by member(s) is \$1000.00. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
(In accordance with section 606.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Edith H. Fehlmann

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FILING FEE: \$250 for Articles of Organization and Affidavit

EXHIBIT "A"

A. Initial Capital

Stanley F. Rose	\$10.00
Edith Fehlmann	<u>\$990.00</u>
	<u>\$1000.00</u>

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