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Jeffrey A. Woodbury,
Atopia Design, L.C.
1145 Beach Drive
Delray Beach, FL 33483
(561) 265-1819

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314
(904) 487-6052

June 18,, 1998

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Dear Sir or Madam,

Please find enclosed the following original materials and one (1) copy for the organization of a Florida Limited Liability Company pursuant to Chapter 608, Florida Statutes:

- Articles of Organization for Florida Limited Liability Company
- Affidavit of Membership and Contributions
- Certificate of Designation of Registered Agent / Registered Office
- Filing Fee:
 - \$250.00 Filing Fee for Articles of Organization and Affidavit
 - \$35.00 Designation of Registered Agent

Sincerely,

Jeffrey A. Woodbury
Jeffrey A. Woodbury

Name	<i>Matt</i>
Availability	<i>Matt</i>
Document Examiner	<i>Matt</i>
Updater	<i>Matt</i>
Under Verifier	<i>Matt</i>
Acknowledgement	<i>Matt</i>
W. P. Verifier	<i>Matt</i>

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DIVISION OF CORPORATIONS
98 JUN 22 AM 10:15

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – Name

The name of the Limited Liability Company is:

Atopia Design, L.C.

ARTICLE II – Address:

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

1145 Beach Drive
Delray Beach, FL 33483

ARTICLE III – Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual.

ARTICLE IV – Management:

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Stéphane Charitos
1145 Beach Drive
Delray Beach, FL 33483

Helen Y. Chu
1320 – 21st Avenue
San Francisco, CA 94122

Jeffrey A. Woodbury
1145 Beach Drive
Delray Beach, FL 33483

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

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:

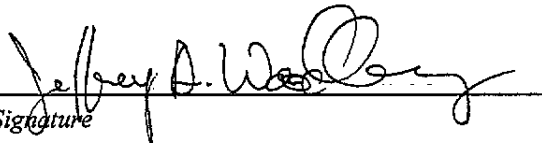
Atopia Design.

2. The name and address of the registered agent and office is

Jeffrey A. Woodbury
1145 Beach Drive
Delray Beach, FL 33483.

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.

Signature



Date

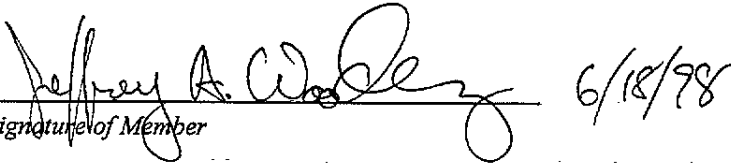
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Atopia Design deposes and says:

- | | |
|---|----------|
| 1. The above named limited liability company has at least two members | |
| 2. The total amount of cash contributed by the members is | \$750.00 |
| 3. If any, the agreed value of property other than cash contributed by members is | \$0.00 |
| 4. The amount of cash or property anticipated to be contributed by members is | \$750.00 |
- This total includes amounts from items 2 and 3 above.


Signature of Member

In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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