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BECKER & POLIAKOFF, P.A.

5201 Blue Lagoon Drive, Suite 100
Miami, Florida 33126

Phone: (305) 262-4433 Fax: (305) 262-4504
FL Toll Free (800) 533-4874
Internet: www.becker-poliakoff.com
Email: bp@becker-poliakoff.com

Florida Offices

Administrative Office
3111 Stirling Road
Ft. Lauderdale, FL 33312
Toll Free: (800) 432-7712

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Reply To:

February 22, 1999
FEDERAL EXPRESS NO. 809033115522

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: ATLANTIC EMBROIDERY, L.C.
Our File No. K17480-59770

Dear Sir or Madam:

Enclosed please find the following documents in connection with the filing of
the above referenced Limited Liability Company:

1. Original and copy of Articles of Organization of ATLANTIC EMBROIDERY, L.C.
2. Affidavit of Membership and Contributions
3. Certificate of Designation of registered Agent and Registered Office
4. Check no. 45792 in the amount of Two Hundred Eighty-Five Dollars (\$285.00) representing the filing fees.

Please file these accordingly, and return a stamped copy of these documents to
our office in the stamped envelope provided. Thank you for your prompt attention to
this matter.

Cordially,

BECKER & POLIAKOFF, P.A.

MICHAEL FELDENKRAIS, ESQ.

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION FOR
ATLANTIC EMBROIDERY, L.C.**

ARTICLE I
NAME

The name of the Limited Liability Company is ATLANTIC EMBROIDERY, L.C.

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is c/o Steve Schindelheim, 7777 N. Wickham Road, Suite 12-301, Melbourne, Florida 32940.

ARTICLE III
DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV
PURPOSE OF ORGANIZATION

The Limited Liability Company is organized for the purpose of engaging in any and all other acts or purposes permitted under Section 608.404 of the Florida Statutes 1993, as amended from time to time, and for any and all other applicable or governing laws of the State of Florida, except as any of the foregoing acts and/or purposes may be otherwise barred or restricted by law.

ARTICLE V
MANAGEMENT

The Limited Liability Company is to be managed by a Managing Member and the name and address of the Managing Members is Hyo-Sung Planning & Printing Company, 7777 N. Wickham Road, Suite 12-301, Melbourne, Florida 32940 and Dae Gon Kim, 7777 N. Wickham Road, Suite 12-301, Melbourne, Florida 32940.

ARTICLE VI
ADMISSION OF NEW MEMBERS

Unless otherwise herein specified, no new Members shall be admitted to the Limited Liability Company during the period of its existence. New Members may be admitted pursuant to a vote of not less than 100% of the total existing ownership interests in the Limited Liability Company, which percentage shall be determined and measured by the percentage of ownership interest each Member has in the Limited Liability Company. No individual Member and/or Managing Member of the Limited Liability Company shall ever have the power to terminate or

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grant membership to any person.

ARTICLE VII
CONTINUATION AFTER INVOLUNTARY TERMINATION

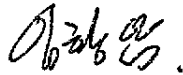
In the event of termination of the Limited Liability Company due to death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or any other event which involuntarily terminates the Limited Liability Company, then in that event, the remaining and/or surviving Members shall be fully entitled to continue the business of the Limited Liability Company provided that 100% of the ownership interests then remaining shall have agreed to do so in writing.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

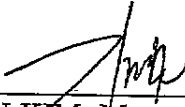
The undersigned Members of ATLANTIC EMBROIDERY, L.C. depose and say:

1. The above-named Limited Liability Company has at least two Members.
2. The total amount of cash contributed by the Members are \$100.
3. The agreed value of property other than cash contributed by the members is \$0.
4. The total amount of cash or property anticipated to be contributed by the Member is \$100. This total includes amounts from items 2 and 3 above.



HYO-SUNG PLANNING & PRINTING, Managing 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)



DAE GON KIM, Managing 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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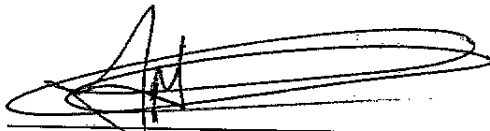
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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 ATLANTIC EMBROIDERY, L.C.
2. The name and address of the Registered Agent and office is:

Michael Feldenkrais, Esq.
Becker & Poliakoff, P.A.
5201 Blue Lagoon Drive
Suite 100
Miami, Florida 33126

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.


MICHAEL FELDENKRAIS, ESQ.

2/8/99
DATE

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