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LIMITED LIABILITY COMPANY

Living Off The Wall, LLC

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 5, 1999

RICHARD OSTER
214 NORTH HENRY STREET
SUITE 201
MADISON, WI 53703

SUBJECT: LIVING OFF THE WALL LLC
REF: W99000005477

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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**ARTICLES OF ORGANIZATION
OF
Living Off The Wall LLC**

ARTICLE I

NAME

The name of the limited liability company shall be: Living Off The Wall LLC

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Limited Liability Company shall be: 674 NW 88th Drive, Coral Springs, FL 33071

ARTICLE III

INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Christie Auerbach-Gassoway, 674 NW 88th Drive, Coral Springs, FL 33071

ARTICLE IV

DURATION

The duration for the limited liability company shall be: 12/31/2047.

ARTICLE V

MEMBERS

The management of the limited liability company is reserved for the members and names
Christie Auerbach-Gassoway, 674 NW 88th Drive, Coral Springs, FL 33071
Denise Ambrose, 9167 NW 44th Court, Coral Springs, FL 33065

Prepared by Richard Oster, 214 North Henry Street, Suite 201, Madison, WI 53703.
(608) 251-6600.

ROA

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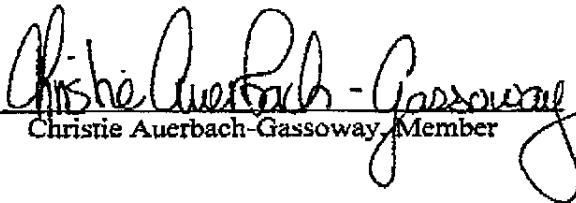
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **Living Off The Wall LLC** 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 are: \$ 700⁰⁰
- 3) if any, the agreed value of property other than cash contributed by members is: \$ 1705⁰⁰
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by members is \$ 500⁰⁰
- 5) the total amounts of 2,3 and 4 is \$ 2905⁰⁰


Christie Auerbach-Gassoway Member

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CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

The name of the limited liability company is: Living Off The Wall LLC

The name and address of the registered agent and office is: Christie Auerbach-Gassoway,
674 NW 88th Drive, Coral Springs, FL 33071

Having been named as registered agent and to accept service of process for the above
stated corporation 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: 

Christie Auerbach-Gassoway

Date: 2-16-99FILED
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Living Off the Wall

674 N.W.88th Drive
Coral Springs, FL
33071



Inventory Listing for Living Off the Wall:

Ladders	: 2	250.00
Tile Cutter	: 1	30.00
Mitre Box	: 1	15.00
Paint Brushes	: 55	210.00
Art Brushes	: 30	60.00
Hardware tools	: 20	300.00
Sea Sponges	: 5	70.00
Paint Supplies	: 12	80.00
Art Books	: 12	330.00
Magnetic Signs	: 2	65.00
Paint	: 30	105.00
Office Supplies	:	200.00

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Inventory current as of 3/1/99:

Christie Auerbach-Gassoway

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