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WINTHROP, STIMSON, PUTNAM & ROBERTS

ONE BATTERY PARK PLAZA
NEW YORK, NY 10004-1490
TELEPHONE: 212-858-1000
TELEFAX: 212-858-1500

125 WORTH AVENUE
PALM BEACH, FL 33480

2 THROGMORTON AVENUE
LONDON EC2N 2DL ENGLAND
TELEPHONE: 011-44171-628-4931
TELEFAX: 011-44171-638-0443

1133 CONNECTICUT AVENUE, N.W.
WASHINGTON, DC 20036
TELEPHONE: 202-775-9800
TELEFAX: 202-833-8491

TELEPHONE: 561-655-7297
TELEFAX: 561-833-6726

RUE DU TACITURNE 42
B-1000 BRUSSELS, BELGIUM
TELEPHONE: 011-322-230-1392
TELEFAX: 011-322-230-9288

695 EAST MAIN STREET
STAMFORD, CT 06904-6760
TELEPHONE: 203-348-2300
TELEFAX: 203-965-8226

6-7, ATAGO I-CHOME
MINATO-KU, TOKYO 105, JAPAN
TELEPHONE: 011-813-3437-9740
TELEFAX: 011-813-3437-9261

2505 ASIA PACIFIC FINANCE TOWER
CITIBANK PLAZA
3 GARDEN ROAD, CENTRAL, HONG KONG
TELEPHONE: 011-852-2530-3400
TELEFAX: 011-852-2530-3355

May 10, 1999

BY FEDERAL EXPRESS

Division of Corporations
Secretary of State
George Firestone Bldg.
409 East Gaines Street
Tallahassee, FL 32314

Re: French Heritage Antiques

400002872544--4
-05/12/99--01063--002
****326.25 ****326.25

Dear Sir or Madam:

In reference to the above-captioned matter, enclosed please find the original Articles of Organization for Florida Limited Liability Company. Please file the original Articles and return to us a certified copy and a Certificate of Good Standing for such.

Enclosed please find our check made payable to the Secretary of State, Division of Corporations for the above services. The breakdown is as follows:

Filing Fee for Articles	\$ 250.00
Designation of Registered Agent	\$ 35.00
Certified Copy	\$ 52.50
Certificate of Good Standing	\$ 8.75
	<u>\$ 326.25</u>

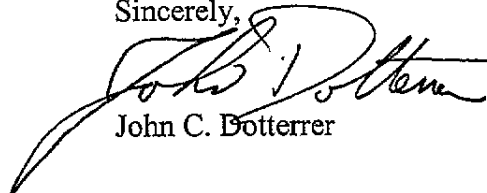
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DIVISION OF CORPORATIONS

When returning the requested documentation to us, please return it to us in the enclosed stamped, self-addressed envelope.

If you have any questions, please do not hesitate to call.

Sincerely,


John C. Botterrer

JCD:cjc
Enclosures

mt
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**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I – Name:

The name of the Limited Liability Company is: French Heritage Antiques, L.L.C.

ARTICLE II – Address:

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

112 North County Road
Palm Beach, Florida 33480

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 a manager and the name and address of such manager is:

Najia Asselineau
112 North County Road
Palm Beach, Florida 33480

ARTICLE V – Admission of Additional Members:

The right of the members to admit additional members and the terms and conditions of the admissions shall be determined with the unanimous written approval of all current members.

ARTICLE VI – Members Rights to Continue Business:

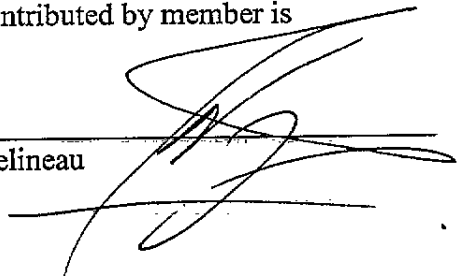
The right, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be automatic.

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ARTICLE VII – Affidavit of Membership and Contributions:

- | | |
|---|--------------|
| 1) the above named limited liability company has at least one member; | |
| 2) the total amount of cash contributed by the members is | \$10,000.00; |
| 3) the agreed value of property other than cash contribution by members is | \$ 0 |
| 4) the total amount of cash and property contributed and anticipated to be contributed by member is | \$10,000.00. |

Najia Asselineau



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

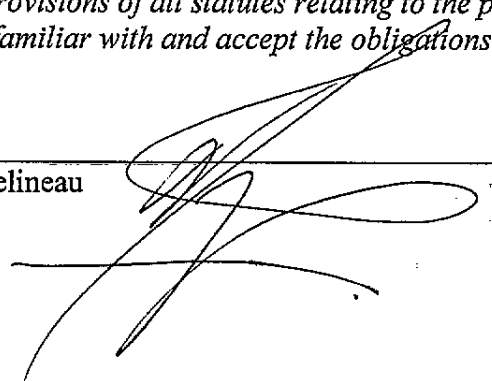
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: French Heritage Antiques, L.L.C.
2. The name and the Florida street address of the registered agent is:

Najia Asselineau
112 North County Road
Palm Beach, Florida 33480

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 of 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.

Najia Asselineau



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