

JBK INVESTMENTS, L.L.C.

5242 Sapphire Valley
Boca Raton, Florida 33486
Telephone: 561-702-8440

414-4100

May 24, 1999

Florida Department of State
Registration Section, Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000002888510--1
-05/27/99--01055--001
****285.00 ****285.00

Re: Articles of Organization - Leather, Etc., L.L.C.

Dear Sir/Madam:

Enclosed please find two (2) originals of both the Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for Leather, Etc., L.L.C. a Florida limited liability company, together with a check in the amount of \$285.00. Please file the Articles and Certificate of Designation, and forward a letter of acknowledgement to the undersigned upon filing.

In the interim, if you have any questions or require additional information, please do not hesitate to contact us. Thank you.

Very truly yours,

W. H. Karp
WILLIAM H. KARP

L99-3133

WHK/dlp

Name	<i>CR 62</i>
Availability	
Document	<i>CR</i>
Examiner	<i>CR</i>
Update	<i>CR</i>
Modifier	<i>CR</i>
Verifier	<i>CR</i>
Acknowledgment	<i>CR</i>
W. P. Verifier	<i>CR</i>

**ARTICLES OF ORGANIZATION
OF
LEATHER, ETC., L.L.C.**

The undersigned, for the purposes of forming a Limited Liability Company under the laws of the State of Florida, hereby adopts the following Articles of Organization:

Article I – Name

The name of the Limited Liability Company is Leather, Etc., L.L.C.

Article II – Address

The initial mailing and street address of the principal office of this Limited Liability Company in the State of Florida is 2295 NW 53rd Street, Boca Raton, FL 33433. The Managing Member of this Limited Liability Company may, from time to time, move its principal office in the State of Florida to any other place in this State.

Article III – Duration

This Limited Liability Company shall have perpetual existence unless dissolved pursuant to law.

Article IV – Management

This Limited Liability Company is to be managed by the Managing Member whose name and street address is:

TODD I. SCHLANGER
2295 NW 53rd Street
Boca Raton, Florida 33433

Article V – Admission of Additional Members

This Limited Liability Company shall have one (1) Member initially. The number of Members of this Limited Liability Company may be either increased or diminished from time to time pursuant to the unanimous vote of the then existing Member(s), but shall never be less than one (1).

99 MAY 27 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Article VI – Members Rights to Continue Business

The remaining Member(s) of this Limited Liability Company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or upon the occurrence of any other event which terminates the continued membership of a Member in this Limited Liability Company, provided that all Members unanimously agree to such decision.

Article VII – Affidavit of Membership and Contribution

The undersigned, Todd I. Schlanger, being the sole member of Leather, Etc., L.L.C. hereby certifies as follows:

1. The above-named Limited Liability Company has at least one member;
2. The total amount of cash contributed by the Member is One Thousand (\$1,000.00) Dollars;
3. There shall be no property contributed to this Limited Liability Company by any member initially; and
4. The total amount of cash and property contributed and anticipated to be contributed by the Member is One Thousand (\$1,000.00) Dollars.

IN WITNESS WHEREOF, the undersigned, being the sole Member, has executed these Articles of Organization this day of May, 1999.

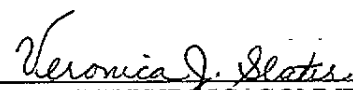

TODD I. SCHLANGER

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99 MAY 27 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF CONNECTICUT) SS: *Westport, Ct. 06880*
COUNTY OF *Fairfield*)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared TODD I. SCHLANGER, known to me to be the person who executed the foregoing Articles of Organization, who is personally known to me, and he swore before me that he executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 18th day of May, 1999.


NOTARY PUBLIC, CONNECTICUT

(NOTARY SEAL)

My Commission Expires:

VERONICA J. SLATER
NOTARY PUBLIC OF CONNECTICUT
My Commission Expires June 30, 2003

**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: Leather, Etc., L.L.C.
2. The name and address of the Registered Agent are:

TODD I. SCHLANGER
2295 NW 53rd Street
Boca Raton, FL 33433

Having been named as Registered Agent to accept service of process for the above stated Limited Liability Company at the place designated in this Certificate, I hereby accept 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.



Registered Agent,
TODD I. SCHLANGER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA