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PARALEGAL & ATTORNEY	SERVICE BUREAU, INC.		
(Requestor's Name)			
1406 Hays Street, Su	ite 2 .	1	
(Address)	(201) (5(200)	NOT ONLY	
Tallahassee, FL 323		OFFICE USE ONLY	
(City, State, Zip)	(Phone #)		
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CORPORATION NAME	(S) & DOCUMENT NUM	BER(S) (if known):	B- NN 66
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1. Croscill	ST Augustine Li	<u></u>	<u> </u>
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NEW FILINGS	AMENDMENTS	\mathcal{M}	STA DRA
	Amendment		
Profit	Resignation of R.A., Office	per/Director	75
NonProfit		The state of the s	
Limited Liability	Change of Registered Ag	ent	
Domestication	Dissolution/Withdrawal	- 1	
Other	Merger		12/96
		Mar William Double	Q (I])
OTHER FILINGS	REGISTRATION/// QUALIFICATION		`
Annual Report	Foreign	- 14111 15 P	
Fictitious Name	Limited Partnership (1	
Name Reservation		1. ハゴハゴ仔	

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Croscill St. Augustine LLC

ARTICLE II - Address:

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

c/o Croscill, Inc. 261 Fifth Avenue New York, New York 10016

ARTICLE III - Duration:

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

ARTICLE IV - Management: (Check the appropriate box and complete the statement)

- The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
- The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Croscill Retail Holding Corp. 261 Fifth Avenue New York, NY 10016

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Upon written consent of the member.

O SECRETARY OF STATION OF STATION OF CORPORATION OF

ARTICLE VI - Members Rights to Continue Business:

The right, if given, 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 of the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

In accordance with the Florida Limited Liability Company? Act, as applicable.

ARTICLE VII	- Affidavit	of Membership	and Contributions
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The undersigned member or authorized representative of a member of		8 8 8
Croscill St. Augustine LLC	certifies:	P 등등
	-	: 2
1) the above named limited liability company has at least one member;	25,000	
2) the total amount of cash contributed by the member(s) is	\$	<u> </u>
3) if any, the agreed value of property other than cash contributed by member(s)	is \$ <u>None</u>	<u> </u>
(A description of the property is attached and made a part hereto.); and		
4) the total amount of cash and property contributed and anticipated to be	¢25,000	
contributed by member(s) is	\$	

Signature of a member or an authorized representative of a member.

(In accordance with section 608.458(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Eric P. Bergner, Sole Organizer

Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

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:	
	Croscill St. Augustine LLC	
	•	
2.	The name and the Florida street address of the registered agent are:	66 3213 3213
	United Corporate Services, Inc.	
	NAME	-8
	9200 South Dadeland Boulevard, Suite 508	PH Tables
	Florida street address (P. O. Box NOT ACCEPTABLE)	三疆
	Miami, FL 33156	O OHS
	CITY STATE AND ZIP	

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 Michael A. Barr, President

Filing Fee: \$ 35 for Designation of Registered Agent