

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-337-8962 • Fax (850) 222-1222

L99000003998

Decor-Accessories, Corp.
L.L.C.

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****337.50 ****337.50

EFFECTIVE DATE

7-1-99

RECEIVED
JUL 2 1999
TALLAHASSEE, FLORIDA

- FILED**
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TALLAHASSEE, FLORIDA
- ☐ Art of Inc. File
 - ☐ LTD Partnership File
 - ☐ Foreign Corp. File
 - ☒ L.C. File
 - ☐ Fictitious Name File
 - ☐ Trade/Service Mark
 - ☐ Merger File
 - ☐ Art. of Amend. File
 - ☐ RA Resignation
 - ☐ Dissolution / Withdrawal
 - ☐ Annual Report / Reinstatement
 - ☒ Cert. Copy
 - ☐ Photo Copy
 - ☐ Certificate of Good Standing
 - ☐ Certificate of Status
 - ☐ Certificate of Fictitious Name
 - ☐ Corp Record Search
 - ☐ Officer Search
 - ☐ Fictitious Search
 - ☐ Fictitious Owner Search
 - ☐ Vehicle Search
 - ☐ Driving Record
 - ☐ UCC 1 or 3 File
 - ☐ UCC 11 Search
 - ☐ UCC 11 Retrieval

Signature _____

Requested by: LS

7/2/99

9:15

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

Courier _____

5/2/99

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:

DECOR-ACCESSORIES.COM, L.L.C.

Article II. Duration

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

Article III. Address

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

814 Island Club Square
Vero Beach, FL 32963

Article IV. Registered Agent

The name and address of the registered agent of the Company is:

PHILIP V. MONNIN
814 Island Club Square
Vero Beach, FL 32963

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TALLAHASSEE, FLORIDA

Article V. Percentage Interest; Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

Article VI. Dissolution

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

Article VII. Transferability of Member's Interest

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the

assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VIII. Management

The management of the Company is reserved to the managers. The name and address of each manager, who shall hold office until their successors are elected and qualify as provided in the Regulations of the Company then in existence or until resignation or removal, is:

PHILIP V. MONNIN
814 Island Club Square
Vero Beach, FL 32963

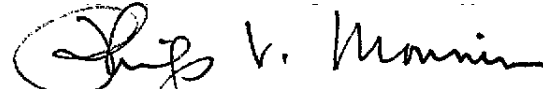
KENT PAXSON
15 Harvest Court
Minster, Ohio 45865

Article IX. Purpose of the Company

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

Article X. Company Existence

The Company's existence shall begin effective as of July 1, 1999



PHILIP V. MONNIN, member

Date: July 1, 1999

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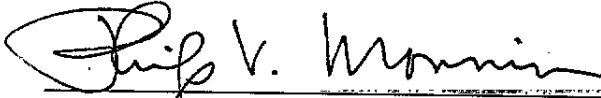
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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

LIMITED LIABILITY COMPANY:
DECOR-ACCESSORIES.COM, L.L.C.

REGISTERED AGENT/OFFICE:
PHILIP V. MONNIN
814 Island Club Square
Vero Beach, FL 32963

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the property and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



PHILIP V. MONNIN
Date: July 1, 1999

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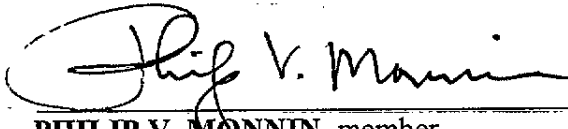
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

LIMITED LIABILITY COMPANY:
DECOR-ACCESSORIES.COM, L.L.C.

The undersigned deposes and says:

1. The above named Company has at least one member.
2. The total amount of initial cash contributed by the members is \$10.00.
3. The agreed value of property other than cash contributed by the members is zero. (If the members contributed property other than cash, a description of the property is attached.)
4. The total amount of cash or property anticipated to be contributed by the members is \$900,000,000.00 or less.



PHILIP V. MONNIN, member

Date: July 1, 1999

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