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LIMITED LIABILITY COMPANY

One By One, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
ONE BY ONE, L.L.C.**

ARTICLE I - NAME

The name of the limited liability company is "ONE BY ONE, L.L.C."

ARTICLE II - PURPOSE

The Company shall engage in the business of sales of collectibles and such other business as the Member may determine.

ARTICLE III - DURATION

The limited liability company shall have a perpetual existence commencing on the date of the filing of these Articles of Organization with the Department of State.

ARTICLE IV - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the limited liability company is 318 W. Mango Street, Lantana, FL 33462.

THIS DOCUMENT WAS PREPARED BY

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ARTICLE V - REGISTERED AGENT

The name and street address of the initial registered agent of the limited liability company is Richard G. Cherry, 1665 Palm Beach Lakes Blvd., Suite 600, West Palm Beach, FL 33401.

ARTICLE VI - ADDITIONAL MEMBERS

Additional Members may be admitted to the Company only upon the consent of the existing Member.

ARTICLE VII - CONTINUATION OF BUSINESS

Upon the death, or adjudication of insanity, insolvency, incompetence, bankruptcy or insolvency of the sole Member, the Company shall be dissolved.

ARTICLE VIII - MANAGEMENT

The limited liability company is to be managed by Judith A. McCrady, the sole Member and the mailing address of the Member is 318 W. Mango, Lantana, FL 33462.

ARTICLE IX - AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned, as representative of Judith A. McCrady, the sole Member of One By One, L.L.C. certifies:

- 1) the above named limited liability company has at least one member
- 2) the total amount of cash contributed by the Member is \$1,000.00

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ONE BY ONE, L.L.C.

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- 3) the total amount of cash and property contributed and anticipated to be contributed by the Member is \$1,000.00.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

IN WITNESS WHEREOF, the undersigned as representative of the Member of ONE BY ONE, L.L.C. has executed these Articles of Organization this 28th day of July, 1999.

Richard G. Cherry
Richard G. Cherry, as Representative of
Judith A. McCrady, Member

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Richard G. Cherry DATE: 7/28/99
Richard G. Cherry

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ONE BY ONE, L.L.C.

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