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Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
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LIMITED LIABILITY COMPANY

123 SWIM INTERNATIONAL, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

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DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION
FOR
123 SWIM INTERNATIONAL, LLC.**

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be 123 SWIM INTERNATIONAL, LLC. ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 3020 N. Federal Highway, Suite 11B, Fort Lauderdale, Florida 33306.

ARTICLE III - DURATION

The company shall commence its existence on the date the articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE OR AGENT

The name and street address of the registered agent of the company in the state of Florida is KENDRA L. KELLY-LACOURSIERE, 3020 N. Federal Hwy, Suite 11B, Ft. Lauderdale, Florida 33306.

ARTICLE V - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional owners shall be admitted to the company except with the unanimous written consent of all the owners. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the company and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

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ARTICLE VI - MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or the occurrence of any other event that terminates the continue membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE VII - MANAGEMENT

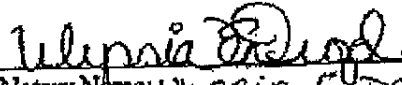
The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.

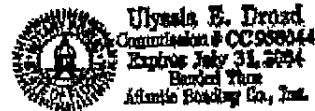
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles or organization at Fort Lauderdale, Florida on 2/28/02.


KENDRA L. KELLY-LACOURSIERE
Authorized Representative

STATE OF FLORIDA
COUNTY OF BROWARD:

Subscribed before me this 2/28/02, by KENDRA L. KELLY-LACOURSIERE, who is personally known to me.


Notary Name: ULYSSIA E. DRAZD
Commission#: CC958044
Commission Seal:



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

Under the provisions of F.S. 608.414 or 608.507, 123 SWIM INTERNATIONAL, LLC. submits the following statement of designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is 123 SWIM INTERNATIONAL, LLC..
2. The name and street address of the registered agent in Florida are:

KENDRA L. KELLY-LACOURSIERE
123 SWIM INTERNATIONAL, LLC.
3020 N. Federal Hwy, Suite 11B
Fort Lauderdale, FL 33306

The undersigned, being the person named in the articles of organization of 123 SWIM INTERNATIONAL, LLC., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



KENDRA L. KELLY-LACOURSIERE
Registered Agent

#0200052619