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September 11, 2006

Federal Express

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: SCHOOL OF FISH, LLC

Gentlemen/Ladies:

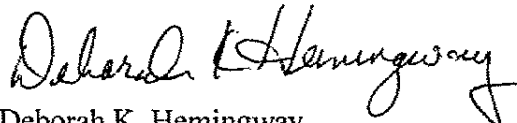
Enclosed please find our firm's check in the amount of \$155.00 to cover the following fees of your office.

Filing Articles of Organization	\$100.00
Certification of Articles	30.00
Filing Resident Agent Form	25.00

We enclose two original copies of Articles of Organization of this proposed Limited Liability Company and executed resident agent form. Please endorse your approval on one of the Articles of Organization, certify same and return to us, together with acknowledgment of filing of resident agent.

Thank you for your attention to the above.

Very truly yours,



Deborah K. Hemingway
Paralegal

Enclosures

**ARTICLES OF ORGANIZATION OF
SCHOOL OF FISH, L.L.C.**

ARTICLE I. NAME

The name of the Limited Liability Company ("Company") is **SCHOOL OF FISH, L.L.C.**

ARTICLE II. PURPOSE

The purpose of this Limited Liability Company may include the transaction of any and all lawful business for which Limited Liability Companies may be organized in the State of Florida.

ARTICLE III. ADDRESS

The mailing and street address of the Company's principal office is **10272 West Limerick Lane, Crystal River, Florida 34428.**

ARTICLE IV. MEMBERS AT TIME OF FORMATION

There shall be at least one member at the time the limited liability company is formed. The members at the time of formation are:

RALPH E. OESTERLE, II	10272 West Limerick Lane
	Crystal River, FL 34428

ARTICLE V. DURATION

The period of duration for the Company is perpetual, unless sooner terminated, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE VI. REGISTERED AGENT AND OFFICE

The name of the Company's initial Registered Agent in Florida is **RALPH E. OESTERLE, II**. The address of the Company's registered office in Florida is **10272 West Limerick Lane, Crystal River, Florida 34428.**

ARTICLE VII. MANAGEMENT

The Company is to be managed by the members. Each managing member is identified as follows:

RALPH E. OESTERLE, II

**10272 West Limerick Lane
Crystal River, FL 34428**

ARTICLE VIII. ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE IX. MEMBERS RIGHT TO CONTINUE BUSINESS

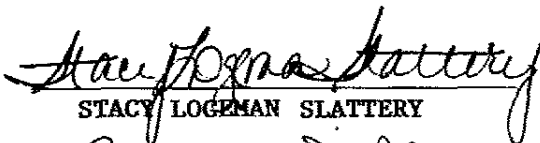
The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining members.


ARTICLE X. AUTHORIZED REPRESENTATIVE


RALPH E. OESTERLE, II is hereby named the Authorized Representative of the **SCHOOL OF FISH, L.L.C.** for the purpose of signing the Articles of Organization.

IN WITNESS WHEREOF, these Articles of Organization have been executed on this 25th day of AUGUST, 2006, at Crystal River, Florida.

Witnesses:


STACY LOGEMAN SLATTERY


MELISSA SELLERS

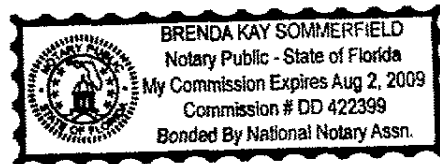

RALPH E. OESTERLE, II
Authorized Representative

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 25TH day of AUGUST, 2006, by RALPH E. OESTERLE, II, as the Authorized Representative for the Member to these Articles of Organization. Said person did not take an oath and (check one) is personally known to me, HE produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or produced other identification, to wit:



Printed Name: BRENDA K SOMMERFIELD
NOTARY PUBLIC State of Florida
Commission # DD 422399
My Commission Expires: AUGUST 2, 2009



RESIDENT AGENT

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-- THAT **SCHOOL OF FISH, LLC** DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF **CRYSTAL RIVER**, STATE OF FLORIDA, HAS NAMED **RALPHE OESTERLE, II**, LOCATED AT **10272 W. LIMERICK LANE**, CITY OF **CRYSTAL RIVER**, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: 
(L.L.C. Authorized Representative)

TITLE: PRESIDENT/AGENT

DATE: AUGUST 25 2006

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

SIGNATURE: 
(Resident Agent)

DATE: 8-25-06

FILED
06 SEP 12 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA