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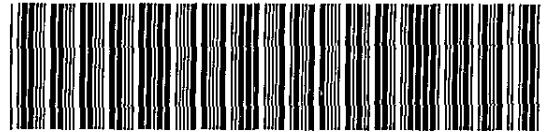
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DIVISION OF REGISTRATION

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L.C. Prime, LLC

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Art of Inc. File _____

LTD Partnership File _____

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☒ L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

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RA Resignation _____

Dissolution / Withdrawal _____

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☒ Cert. Copy _____

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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 _____

Courier _____

Signature _____

Requested by: AW

5/26

Name _____

Date _____

Time _____

Walk-In _____

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**ARTICLES OF ORGANIZATION
OF
L.C. PRIME, LLC
Under the Florida Limited Liability Company Act**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this limited liability company is L.C. PRIME, LLC, a Florida limited liability company (the "Company").

ARTICLE II

MAILING AND STREET ADDRESS

The mailing and street address of the principal office of the Company is c/o Leon Chernyavsky, 56 Bennett Avenue, Apt. 6H, New York, NY 10033.

ARTICLE III

REGISTERED AGENT AND OFFICE


The name and street address of the Company's initial registered agent in Florida is Steve Gaynor, 5030 Hiatus Road, Sunrise, FL 33351.

ARTICLE IV

MANAGEMENT

The Company is to be a member managed Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Organization on the 16 day of April 2004.


LEON CHERNYAVSKY, Member

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for L.C. PRIME, LLC at the place designated in the foregoing Articles of Organization, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Limited Liability Company Act 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.

Dated: 5/26/04, 2004

By: 
STEVE GAYNOR, Initial
Registered Agent