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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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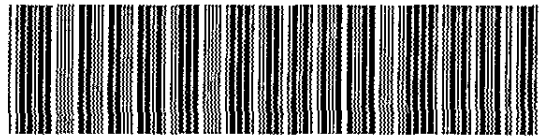
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TALLAHASSEE, FLORIDA

03 MAR 11 24 9:16

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L03-8877
CJC

Patricia Allison
108A 4th Avenue South
Safety Harbor, Florida 33760

February 17, 2003

Florida Department of State
Registration Section
Division of Corporation
Post Office Box 6367
Tallahassee, Florida 32314

RE: **Articles of Organization for
Limited Liability Company**

Dear Sir or Madam:

Enclosed are the Articles of Organization for a limited liability company we wish form under the laws of the State of Florida and our check in the amount of \$285 for the filing fees for the Articles of Organization and Affidavit (\$250) and Designation of Registered Agent (\$35). The name of the limited liability company shall be **Blue Sky Holdings, L.L.C.**

Included with the Articles of Organization are the Affidavit of Membership and Contributions and Acceptance of Registered Agent.

Please contact me at the address noted on the Articles of Organization if you need additional information.

Thank you for your prompt attention to our request.

Sincerely yours,



Patricia Allison

Enclosures:
As Stated Above

FILED
FEB 17 2003
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
BLUE SKY HOLDINGS, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability company shall be Blue Sky Holdings, L.L.C. ["Company"].

ARTICLE 2 - ADDRESS

The mailing address and street address of the principal office of the Company shall be 108A 4th Avenue South, Safety Harbor, Florida 34695.

ARTICLE 3 - EFFECTIVE DATE

These Articles shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization, its Regulations or Bylaws.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to own real property and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all of the powers granted to a limited liability company under the laws of the State of Florida.

03 MAR 11 PM 9:16
FILED
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

ARTICLE 6 – REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is Patricia Allison, 108A 4th Avenue South, Safety Harbor, Florida 34695.

ARTICLE 7 – 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 provision for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. The name and address of the manager of the Company is Patricia Allison, 108A 4th Avenue South, Safety Harbor, Florida 34695.

ARTICLE 8 – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all members of the Company, and on such terms and conditions, as shall be determined by all members. 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 business and affairs of the Company or become a member unless all the other members of the Company other than the members proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 9 – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business or the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

FILED
03 MAR 11 PM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Clearwater, Florida on the 4 day of March, 2003.

Patricia Allison

Patricia Allison
Applicant, Organizer, and Managing Member

STATE OF FLORIDA

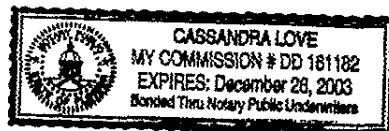
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 4 day of March, 2003, by Patricia Allison as Applicant, Organizer, and Managing Member, who is personally known to me or Provided me with sufficient identification.

Cassandra Love
NOTARY PUBLIC

Cassandra Love
Printed Name

My Commission Expires _____



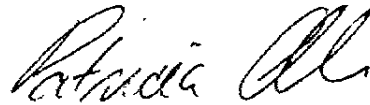
as SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Blue Sky Holdings, L.L.C., as Registered Agent of this limited liability company, hereby consents to and accepts service of process for the above 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 her duties and is familiar with and accepts the obligation of the position of Registered Agent.



Patricia Allison
Registered Agent

2/24/03

Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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