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ARTICLES OF ORGANIZATION

OF

BUDO CONCEPTS, LLC

ARTICLE I

The name of the limited liability company is BUDO CONCEPTS, LLC.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company is BUDO CONCEPTS, LLC, 1959 Hibiscus St., Sarasota, FL 34239.

ARTICLE III

The name and Florida street address of the limited liability company's registered agent is RICK HOTTON, 195 Hibiscus St., Sarasota, FL 34239.

ARTICLE IV

The limited liability company is a manager-managed company.

ARTICLE V.

This limited liability company shall be effective on June 5, 2000.

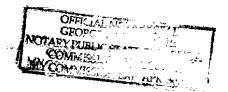
The undersigned RICK HOTTON is a member of the limited liability company and hereby affirms that the facts stated in the Articles of Organization are true.

RICK HOTTON

The Articles of Organization were signed on June 2, 2000, by Rick Hotton who is personally known to me and who did take an oath.

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This instrument prepared by: George Browning III 46 N. Washington Blvd., Suite 27 Sarasota, FL 34236

Registered Agent of BUDO CONCEPTS, LLC

The name and Florida street address of the registered agent of the limited liability company is:

Rick Hotton 1959 Hibiscus St. Sarasota, FL 34239

Having been named as registered agent and to accept service of process for the BUDO CONCEPTS, LLC at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Rick Hotton

Registered Agent

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