

L01000000538

January 4, 2001

Florida Department of State
Division of Limited Liability Companies
P.O. Box 6327
Tallahassee, Florida 32314

RE: CATALYST ASSOCIATES, LLC.

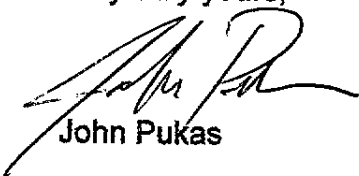
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****125.00 ****125.00

Ladies and Gentlemen:

Enclosed please find original and one copy of the articles of organization of a Limited Liability Company for the above referenced limited liability company together with a check in the amount of \$125.00 for the requisite Filing Fee and Registered Agent Fee. Please notify our office of the filing date your earliest opportunity.

Thanking you for your anticipated attention to this matter, I remain

Very truly yours,


John Pukas

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

CATALYST ASSOCIATES, LLC A Limited Liability Company

ARTICLE I. NAME.

The name of this limited liability company is Catalyst Associates, LLC and the principal place of business and mailing address of this corporation is 2771 Summerdale Drive #10, Clearwater, Florida 33761.

ARTICLE II. DURATION.

This limited liability company shall exist perpetually, beginning on the date these Articles of Organization are filed with the Florida department of State.

ARTICLE III. PURPOSE.

This limited liability company is organized for the following purposes: the general purpose for which this limited liability company shall be organized shall include the transaction of any and all lawful business for which limited liability companies may be incorporated under Chapter 608, Florida Statutes.

ARTICLE IV. CAPITALIZATION

The initial capital of the Limited Liability Company will be Five Hundred Dollars (\$500.00).

ARTICLE V. MANAGEMENT

The management of the limited liability company at the time of formation is reserved for the initial members whose names and address(es) are as follows:

John Pukas, whose address is 2771 Summerdale Drive #10, Clearwater, Florida 33761

Heidi Hart, whose address is 2771 Summerdale Drive #10, Clearwater, Florida 33761

ARTICLE VI. ADMISSION OF NEW MEMBERS

With the written unanimous consent of the members, new members may be admitted into the limited liability company upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the limited liability company, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

ARTICLE VII. MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the limited liability company shall have the right to continue 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 limited liability company.


ARTICLE VIII. INITIAL REGISTERED AGENT AND OFFICE.

The street address of the initial registered office of this limited liability company is 2771 Summerdale Drive #10, Clearwater, Florida 33761. The name of the initial registered agent of this limited liability company at that address is John Pukas.

ARTICLE VIV. POWERS.

This limited liability company shall have all of the powers enumerated in the Florida General Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 4th day of January, 2001.

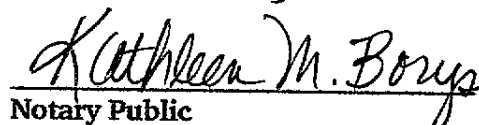

John Pukas

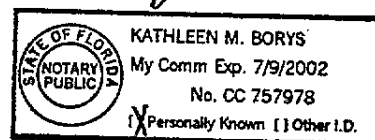
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN PUKAS who is known by me to be the person who executed the foregoing Articles of Organization of Limited Liability Company; and acknowledged before me that he executed these Articles of Organization of Limited Liability Company.

WITNESS my hand and official seal this 4th day of January, 2001.


Notary Public

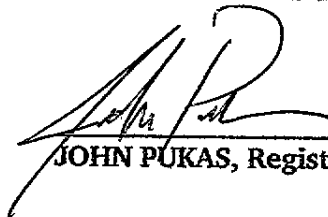


**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida statute Section 608.415 or 608.507, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent in the state of Florida:

1. The name of the limited liability company is Catalyst Associates, LLC.
2. The name and address of the registered agent is: John Pukas, 2771 Summerdale Drive #10, Clearwater, Florida 33761.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THESE ARTICLES, 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.



JOHN PUKAS, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA