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Melissa D. Phillips
2942 SW 22nd Circle #8A
Delray Beach FL 33445
561-272-8944
melissa@wehaveabrain.com

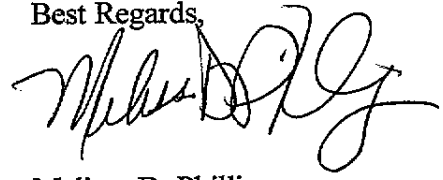
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee FL 32399
850-487-6051

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-04/24/01--01063--004
***175.00 ***155.00

To whom it may concern:

Attached are the articles of organization for the new Limited Liability Company named We Have A Brain, LLC. I can be reached during the day at 561-684-5657. Please call if you have any questions or concerns. I have also attached a check for \$175.00 for the filing fee, designation of Registered Agent and a certified copy. Thank you.

Best Regards,



Melissa D. Phillips

Enclosures

FILED
01 APR 24 PM 10:36
SECRETARY OF STATE
TALLAHASSEE, FL 32304

mtm
4/30

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I – Name:

The name of the Limited Liability Company is: We Have A Brain, LLC.

ARTICLE II – Address:

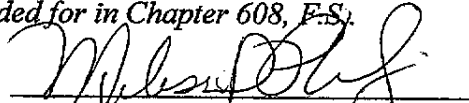
The mailing address and street address of the principal office of the Limited Liability Company is 2942 SW 22nd Circle #8A, Delray Beach, FL 33445.

ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Melissa Phillips
2942 SW 22nd Circle #8A
Delray Beach FL 66445

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 provision of all statues 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 as provided for in Chapter 608, F.S.

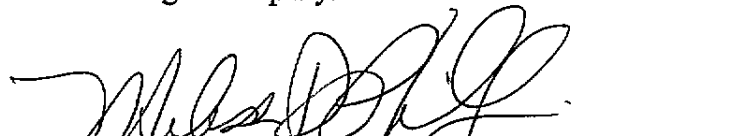


Registered Agent's Signature

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STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF DELRAY BEACH

ARTICLE IV – Management:

The Limited Liability Company is to be managed by one or more members and is, therefore, a member-managed company.



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3) , Florida Statues, the execution of this document constitutes an affirmation under the penalties of perjury that the facts herein are true.)

Melissa D. Phillips, Member - Manager