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LIMITED LIABILITY COMPANY

BLUE MOON STUDIOS, LLC

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July 11, 2001

Secretary of State
Corporations Division
STATE OF FLORIDA

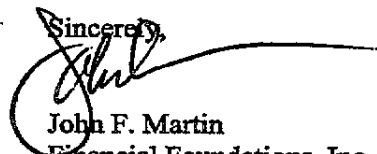
Re: BLUE MOON STUDIOS, LLC., Inc.

Dear Sir / Madam:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of BLUE MOON STUDIOS, LLC.

Please return the copy, stamped to show the date of filing , to the undersigned.

Sincerely,


John F. Martin
Financial Foundations, Inc
P.O. Box 7902
Clearwater, Florida 34618
727-784-1458

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TALLAHASSEE, FLORIDA

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JOHN F. MARTIN
PO BOX 7902

CLEARWATER, FL 33758 INCORPORATE USA 888-INC-9995

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ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY

OF

BLUE MOON STUDIOS, LLC

The undersigned subscriber to these Articles of Organization is a natural person competent to contract and hereby for a Limited Liability Company for profit under Chapter 608.407 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Limited Liability Company is :

BLUE MOON STUDIOS, LLC

ARTICLE 2 - ADDRESS

The address of the principal office of this Limited Liability Company is
18 SOUTH M STREET SUITE #3 ,
LAKE WORTH, FLORIDA 33460
and the mailing address is 18 SOUTH M STREET SUITE #3 ,
LAKE WORTH, FLORIDA 33460 .

ARTICLE 3 - DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE 4 - MANAGEMENT:

The Limited Liability Company is to be managed by a manager or managers and the name(s) and Address(es) of such manager(s) is/are:

LAURA MOON 18 SOUTH M STREET SUITE #3, LAKE WORTH, FLORIDA 33460

JOHN F. MARTIN
PO BOX 7902

CLEARWATER, FL 33758 INCORPORATE USA 888-INC-9995

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ARTICLE 5 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Limited Liability Company is the offices of FINANCIAL FOUNDATIONS, INC. , 3150 SANDY RIDGE DR., CLEARWATER, FLORIDA 33761 . The name and address of the registered agent of this Limited Liability Company is FINANCIAL FOUNDATIONS, INC. , doing business at 3150 SANDY RIDGE DR. , CLEARWATER, FLORIDA 33761 .

ARTICLE 6 - EFFECTIVE DATE

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

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida, this 10 th day of July, 2001 .


JOHN F. MARTIN
Authorized Representative

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION**

FINANCIAL FOUNDATIONS, INC. , doing business in the State of Florida, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.415 OR 608.507, Florida Statutes.

Financial Foundations, Inc.,
IN THE STATE OF FLORIDA

BY: 
JOHN F. MARTIN, PRESIDENT
For Financial Foundations, Inc.

JOHN F. MARTIN
PO BOX 7902

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