

WALTERS
LEVINE
BROWN
KLINGENSMITH
& THOMISON
ATTORNEYS AT LAW

L02000000135

December 27, 2001

VIA FEDERAL EXPRESS

Secretary of State
Bureau of Corporate Records
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Organization of Frank Rey Dance Studio LLC

Dear Sir/Madam:

We are enclosing an original and one copy of Articles of Incorporation for filing on behalf of the above corporation.

Also enclosed is our check in the amount of \$78.75 to cover the filing fee.

Please file the Articles, certify the enclosed copy and return the certified copies to us via regular U.S. mail in the envelope provided.

Thank you for your attention to this matter.

Sincerely,

Alan F. Gonzalez
Availability
Alan F. Gonzalez
Signed in his absence to avoid delay
Under
AEG:fgm
Under
Enclosures
Acknowledgement
N. P. Ventryer

FF CC
meal

1/2/02

FF \$125
CC 30

01 DEC 28 2001
SECRETARY OF STATE
DIVISION OF CORPORATE RECORDS
HONORABLE BAXTER
JOHN E. BROWN*
ALAN F. GONZALEZ, L.L.M.
H. JACK KLINGENSMITH
STUART JAY LEVINE
MICHAEL S. PERRY
DONALD W. SCARLETT, JR.
LEIGH E. STEINER
JOSEPH F. SUMMONTE, JR.
JAMES E. THOMISON***
JOEL W. WALTERS****†

* Board Certified Real Estate Attorney
*** Board Certified Health Law Attorney
**** Certified Circuit Court Mediator
† Board Certified Business Litigation Attorney

EMAIL:

700004742447--1
-12/28/01--01037--003
*****78.75 *****78.75

agonzalez@walterslevine.com

700004742447--1
-01/03/02--01001--003
*****76.25 *****76.25

**ARTICLES OF ORGANIZATION
OF
FRANK REY DANCE STUDIO LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of this limited liability company shall be:

FRANK REY DANCE STUDIO LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

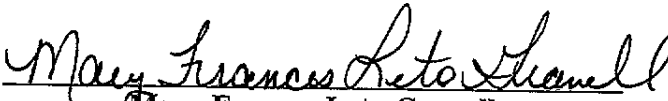
**3021 West Waters Avenue
Tampa, Florida 33614**

**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE &
REGISTERED AGENT'S SIGNATURE**

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

**Mary Frances Leto Granell
13325 Cain Road
Tampa, FL 33625**

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 provisions of all statutes 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.


**Mary Frances Leto Granell
Registered Agent's Signature**

ARTICLE IV - MANAGEMENT

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 DEC 28 PM 4:01

In accordance with §608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Mary Frances Leto Granell
Member
Mary Frances Leto Granell

Jean-Marie Barker
Member
Jean Marie Barker

ARTICLE V - EFFECTIVE DATE

The effective date of the Limited Liability Company is to be ~~December 17,~~ ^(MFLG) January 1
~~2001.~~ 2002.