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Thursday, November 29, 2001

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 245-6051

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-12/03/01--01054--008
****155.00 ****155.00

To Whom It May Concern:

Please file the enclosed Articles of Organization for the following new Florida Limited Liability Company:

CHIC MANAGEMENT, LLC

Please find enclosed a check for \$155 to cover the costs of organization.

Please mail the filed Articles to the organizer, as follows:

WO 1-27840

Stan Medley
631 Cleveland Street
Clearwater, FL 33755
(727) 517-1442 - daytime phone number

The Limited Liability's name, address and daytime phone number is:

Chic Management, LLC
631 Cleveland Street
Clearwater, FL 33755
(727) 517-1442

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Thank you for your time and help.

Sincerely,

Stan Medley

Stan Medley
Organizer

3/p



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 6, 2001

STAN MEDLEY
631 CLEVELAND STREET
CLEARWATER, FL 33755

SUBJECT: CHIC MANAGEMENT, LLC
Ref. Number: W01000027840

We have received your document for CHIC MANAGEMENT, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your fifth and seventh articles indicate that the company will be a Nevada, rather than a Florida, limited liability company.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 601A00064539

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ARTICLES OF ORGANIZATION

OF

CHIC MANAGEMENT, LLC

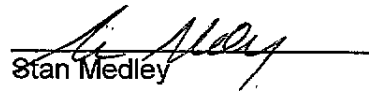
FIRST: The name of this limited liability company shall be:

CHIC MANAGEMENT, LLC

SECOND: The Company's principal place of business in Florida is 631 Cleveland Street, Clearwater, Florida 33755.

THIRD: Its registered office in the State of Florida is to be located at: 631 Cleveland Street, Clearwater, Florida 33755, and its registered agent at such address is Stan Medley.

Having been named as resident 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.


Stan Medley

FOURTH: The Management of the Company shall be vested in the managers and is, therefore, a manager-managed company. Mr. Stan Medley and Ms. Josee Goudreault are, initially, the managers. Their addresses are as follows:

| | |
|----------------------|----------------------------------------------|
| Mr. Stan Medley | 631 Cleveland Street Clearwater, FL 33755 |
| Ms. Josee Goudreault | 631 Cleveland Street Clearwater, FL 33755 |

The then-existing members shall elect the successor(s) to the initial managers in the manner provided by the Operating Agreement.

FIFTH: The purpose or purposes of the limited liability corporation shall be: to engage in any lawful act or activity for which corporations may be organized under the Florida Statutes.

SIXTH: Additional members shall be admitted to the Company from time to time upon the affirmative vote of a majority in interest of the then-existing members. Any member may [in its own discretion] [not unreasonably] withhold consent to the admission of a new member.

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- SEVENTH: The Company shall have and exercise all powers and rights conferred upon a limited liability company by the Florida Statutes and any enlargement of such powers conferred by subsequent legislative acts.
- EIGHTH: Whenever the term "majority in interest" is used herein or in the Operating Agreement, it shall mean a majority of the interests in the current profits of the limited liability company.
- NINTH: These Articles of Organization shall be amended as required by the Act. In all other circumstances, these Articles may be amended only upon the affirmative vote of two-thirds (2/3) majority in interest of the members of the company.
- TENTH: The name and address of the organizer and authorized representative of a member of this LLC signing these articles of organization is:

Stan Medley
631 Cleveland Street
Clearwater, FL 33755

IN WITNESS THEREOF, the undersigned, being the organizer and authorized representative of a member of this LLC herein before named, has executed, signed and acknowledged this Certificate of Limited Liability Company, and in accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true:



Stan Medley
Organizer and Authorized Representative

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