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REPLY TO MAIN OFFICE: FT. LAUDERDALE

March 11, 2002

Department of State  
Division of Corporation  
409 E. Gaines Street  
Tallahassee, FL 32399

800005175578--5  
-03/28/02-01064--003  
\*\*\*\*125.00 \*\*\*\*125.00

**RE: Incorporation**

Ladies and Gentlemen:

Enclosed please find the articles of organization to incorporate for Blue Panic, LLC together with a corresponding check for each in the amount of \$125.00, the filing fee.

Please incorporate such corporations and call me should you have any questions.

Sincerely,

  
Jamie Finizio-Bascombe  
For the Firm

FILED  
2002 MAR 28 AM 10:02  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

J. BRYAN MAR 29 2002

BY APPOINTMENT ONLY AT EACH LOCATION  
Boca Raton Miami Guatemala City Puerto Rico

ARTICLES OF ORGANIZATION  
FOR  
BLUE PANIC, LLC  
A FLORIDA LIMITED LIABILITY COMPANY

FILED  
2002 MAR 28 AM 10:02  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLE I. Name.

The name of the Limited Liability Company is: BLUE PANIC, LLC.

ARTICLE II. Address.

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

c/o Jamie Finizio-Bascombe, Esq.  
The Finizio Law Offices, P.A.  
345 E. Commercial Blvd  
Ft. Lauderdale  
Florida 33334

ARTICLE III. Registered Agent

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

Jamie Finizio-Bascombe, Esq.  
345 E. Commercial Blvd  
Ft. Lauderdale  
Florida 33334

ARTICLE IV. Duration.

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

ARTICLE V. Management

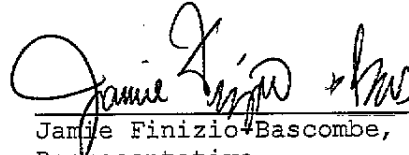
The limited liability company is to be managed by its members and is therefore a member-managed company.

ARTICLE VI. Admission of Additional Members.

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VII. Members Rights to Continue Business.

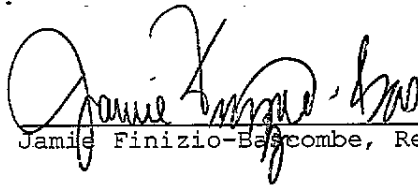
The remaining members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, provided that there are at least two remaining members.



Jamie Finizio-Bascombe, Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of BLUE PANIC, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent as provided for in Chapter 608, F.S.



Jamie Finizio-Bascombe, Registered Agent

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