

102000009805

ROBERT EAGAN
ATTORNEY AT LAW

April 17, 2002

217 E. IVANHOE BLVD. NORTH
ORLANDO, FLORIDA 32804
PHONE (407) 894-0341
FAX (407) 898-8248
IN REPLY, PLEASE REFER TO:

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

900005308069--4
-04/19/02--01044--012
****155.00 ****155.00

Re: Ultimate Massagers, LLC

Gentlemen:

Enclosed please find for filing Articles of Organization of a limited liability company, and an executed copy for certification and return to me.

My check in the sum of \$155.00 is enclosed in payment of filing fee, certified copy and registration of agent.

Thank you for your assistance.

Very truly yours

Robert Eagan

P.S.

Also send your form for filing an LLC annual report.

FILED
02 APR 19 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL

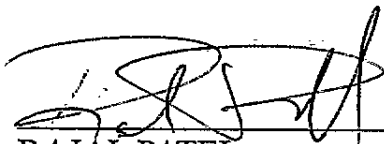
ARTICLES OF ORGANIZATION OF
ULTIMATE MASSAGERS, LLC, A
LIMITED LIABILITY COMPANY

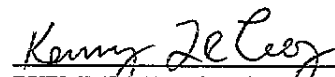
FILED
02 APR 19 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned members of this Limited Liability Company hereby execute and file these Articles of Organization, setting forth the following:

1. The name of the company shall be ULTIMATE MASSAGERS, LLC.
2. The mailing address and the street address of the principal office of the company is 6135 South Orange Blossom Trail, Orlando, Florida 32809.
3. The name of the company's initial registered agent for service of process in Florida is Rajal Patel, at 6135 South Orange Blossom Trail, Orlando, Florida 32809. His acceptance and statement pursuant to Florida Statute 608.415 follows these articles.
4. The company shall be managed by the owner members undersigned.
5. The principal business of the company shall be to import and sell devises designed for massage of the body.

Whereupon the undersigned publish these articles of the organization of their limited liability company, Ultimate Massagers, LLC, this April 17, 2002.

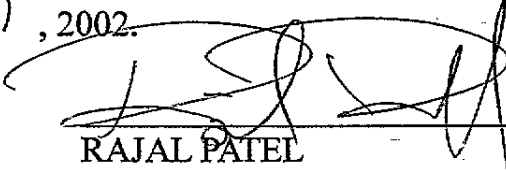

RAJAL PATEL
6135 South Orange Blossom Trail
Orlando, Florida 32809


KENNY LECROY
11705 Hatcher Street
Orlando, Florida 32824

ACCEPTANCE & STATEMENT

I, Rajal Patel, a resident of 6135 South Orange Blossom Trail, Orlando, Florida 32809, in Orange County, hereby accept appointment as registered agent of Ultimate Massagers, LLC, and state that I am familiar with and accept the obligations of that position as provided for in Chapter 608, Statutes of Florida.

This April 17, 2002.


RAJAL PATEL

FILED
02 APR 19 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA