CAPITAL CONNECTION, INC.

417 E. Virgirsa Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Will Pick Up

Walk-In _

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Premium Eng	ergy Bevera		900055073:99 -05/13/0201079029 *****310.00 ****155.00
Signature			Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy Photo Copy Certificate of Good Standing Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Owner Search Vehicle Search
Requested by:	5/13/02 Data	12:35 Time	Driving Record UCC 1 or 3 File UCC 11 Search
Name	Date	Time	IICC 11 Retrieval

Courier_

ARTICLES OF ORGANIZATION PREMIUM ENERGY BEVERAGES, LLC

ARTICLE I - NAME:

The name of the limited liability company ("LLC") is: Premium Energy Beverage

ARTICLE II PERIOD OF DURATION

The period of duration of the LLC is perpetual.

ARTICLE III
ADDRESS

The mailing address and the street of the principal office of the LLC is:

11420 North Kendall Drive Suite 108 Miami, Florida 33176

ARTICLE IV REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and Florida street address of the LLC's initial registered agent are:

c/o Scott A. Silver Silver, Garvett & Henkel, P.A. 1110 Brickell Avenue - Penthouse One Miami, Florida 33131

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, Florida Statues.

Registered Agent's Signature

ARTICLE V RIGHT OF THE MEMBERS TO ADMIT ADDITIONAL MEMBERS

The right of the members to admit additional members, and the terms and conditions of the admissions, if given, shall be as provided in the LLC operating agreement.

ARTICLE VI RIGHT OF REMAINING MEMBERS OF THE LLC TO CONTINUE THE BUSINESS

The right of the remaining members of the LLC to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other sent which terminates the continued membership of a member in the LLC shall be as provided in the LLC operating agreement.

ARTICLE VII MANAGEMENT OF LLC

The LLC is to be managed by one manager or more managers, as provided for in the LLC Operating Agreement and is, therefore, a manager-managed company. The management of the LLC is reserved to its members. No member or other person has been appointed or elected as a managing member of the LLC at the date of filing of these Articles.

ARTICLE VIII EXECUTION OF ARTICLES OF ORGANIZATION

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

Executed this 24 day of RRLC 2002

By: David Maglianite

STATE OF FLORIDA COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 24 day of April 2002, by David Moskowitz, an authorized representative of a member of Premium Energy Beverages, LLC, to me personally known, and who did/did not take an oath and who executed the foregoing Articles of Organization, and acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 24

Notary Public State of Florida at Large

(SEAL)

