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May 23, 2002

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

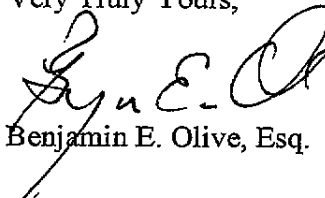
Re: Filing of Articles of Organization for Boom Enterprises, LLC

Dear Sir or Madam:

Enclosed please find an executed copy of the Articles of Organization for Boom Enterprises, LLC, a Florida limited liability company. Please also find a check in the amount of \$155.00 made payable to the Florida Department of State for (1) the Filing Fee for Articles of Organization for Boom Enterprises, LLC, (2) Designation of Registered Agent, and (3) a Certified Copy of the Articles. Please forward the same to the above listed address.

If you have any questions, please do not hesitate to contact me. Thank you for your assistance.

Very Truly Yours,


Benjamin E. Olive, Esq.

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
BOOM ENTERPRISES
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

ARTICLE I

NAME

The name of the limited liability company is BOOMENTERPRISES, LLC (the "Company").

ARTICLE II

NATURE OF BUSINESS AND MAILING ADDRESS

The Company is organized for the purpose of transacting any or all lawful business. The mailing address and the street address of the principal office of the Company's initial principle office is 100 S. Birch Road, #903, Fort Lauderdale, FL 33316.

ARTICLE III

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial Registered Agent of the Company are Daniel D. O'Malley at 100 S. Birch Road, #903, Fort Lauderdale, FL 33316.

ARTICLE IV

MANAGEMENT

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

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ARTICLE V

MEMBERSHIP UNITS

The Company is authorized to issue One Hundred (100) Membership Units.

ARTICLE VI

REGULATIONS

The regulation and management of the affairs of the Company shall be governed by the Operating Agreement of the Company. The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.

ARTICLE VII

AMENDMENTS

The power to amend these Articles of Organization is reserved in the Members of the Company and any such amendment requires the unanimous written consent of all of the Members of the Company.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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 on behalf of Boom Enterprises, LLC, 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 Statutes.

Dated: 5/22/02

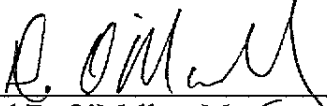
By: 

Daniel D. O'Malley

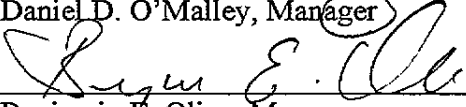
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In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Dated: 5/22/02


Daniel D. O'Malley, Manager

Dated: 5/22/02


Benjamin E. Olive, Manager

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