

L-02000014716

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REPLY TO
ST. PETERSBURG

June 10, 2002

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-06/12/02--01058--005
***155.00 ***155.00

Secretary of State
Charter Division - Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: THE HAPPY ZAPPER, LLC

Gentlemen:

Enclosed herewith, in duplicate, are Articles of Organization for The Happy Zapper, LLC. Enclosed is our check in the amount of \$155.00, covering the following fees:

Filing Fee for Articles of Organization	100.00
Certified copy of Articles	30.00
Registered Agent Designation	25.00

Total \$ 155.00

Please send a certified copy of the Articles of Organization to our St. Petersburg, Florida office.

Yours truly,

J. GERARD CORREA, P.A.

J. Gerard Correa

JGC/dha
Enclosure

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUN 13 2002

ARTICLES OF ORGANIZATION

FOR

THE HAPPY ZAPPER, LLC

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TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this limited liability company shall be THE HAPPY ZAPPER, LLC.

ARTICLE II - Duration

The limited liability company shall have a perpetual existence.

ARTICLE III - Purpose and Powers

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under Florida law or the laws of the United States of America.

ARTICLE IV - Principal Office

The mailing address and the street address of this limited liability company shall be: 200 - Second Avenue South #208, St. Petersburg, FL 33701.

ARTICLE V - Initial Registered Agent and Office

The initial registered agent for this limited liability company and the street address of the initial registered agent is:

Cathy D. Slaght, 725 - 4th Street North, St. Petersburg, Florida
33701.

ARTICLE VI - Additional Members

This limited liability company may admit additional members
subject to approval by unanimous vote of the existing members.

ARTICLE VII - Initial Manager

This limited liability company shall be managed by one or more
managers. The number of managers of this company may be changed in
accordance with the regulations of the company. The name and
address of the initial manager are as follows:

Cathy D. Slaght
725 - 4th Street North
St. Petersburg, Florida 33701

The initial manager shall serve until the first annual meeting
of members or until his successor is elected and qualified or until
his death or resignation.

ARTICLE VIII - Regulations

The regulations of this limited liability company may only be
adopted, amended, altered or repealed by the unanimous vote of the
members.

ARTICLE IX - Members' Right to Continue Business

The members remaining after the death, retirement,
resignation, expulsion, bankruptcy, or dissolution of a member, or
any other event which terminates the membership of a member, have
the right to continue the business of this limited liability

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company subject to the approval by the unanimous vote of the remaining members; provided that there be at least be one member.

ARTICLE X - Amendment

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 7th day of June, 2002.

Cathy D. Slaght
CATHY D. SLAGHT

Authorized Representative of
the Members

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 6th day of June, 2002, by CATHY D. SLAGHT, who is personally known to me or who has produced a driver's license as identification and who did take an oath.

NOTARY PUBLIC

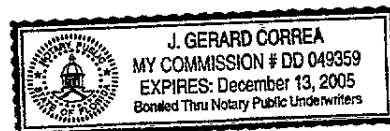
J. Gerard Correa
Sign

J. GERARD CORREA

Print

State of Florida at Large

My commission expires:



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TALLAHASSEE, FLORIDA

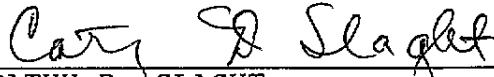
CERTIFICATE OF REGISTERED AGENT

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

That THE HAPPY ZAPPER, LLC, designed to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization in the City of St. Petersburg, County of Pinellas, State of Florida, has named Cathy D. Slaght, whose address is 725 - 4th Street North, St. Petersburg, Florida 33701, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated organization, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping said office open.


CATHY D. SLAGHT
Registered Agent

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