L0200021222

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 -08/20/02--01012--001 *****51.25 Enclosed are an original and one (1) copy of the articles of incorporation and a check for: \$70.00 \$78.75 \$78.75 \$87.50 Filing Fee Filing Fee Filing Fee Filing Fee, & Certificate of Status & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED 1003-00 (CO)

NOTE: Please provide the original and one copy of the articles.



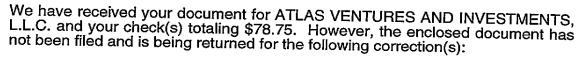
FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 8, 2002

JO HAGAN, CPA 4411 BEE RIDGE ROAD, #390 SARASOTA, FL 34233

SUBJECT: ATLAS VENTURES AND INVESTMENTS, L.L.C.

Ref. Number: W02000019523



Please note that we have RETAINED your \$78.75 payment.

The total amount required to file a Florida limited liability company and to obtain a certificate of status is \$130.00.

So please return your filing with an ADDITIONAL \$51.25.

Also, you have to file ARTICLES OF ORGANIZATION -- not articles of incorportion.

You may use our enclosed Articles of Organization form, or you may draw up your own document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr Corporate Specialist

Letter Number: 202A00042463

ARTICLES OF ORGANIZATION FOR

ATLAS VENTURES AND INVESTMENTS, L.L.C.

The undersigned subscriber to these Articles of Organization, a natural person competent to contract and legally authorized to conduct business in the State of Florida, hereby proceeds to form an organization in accordance with the laws in the State of Florida, and hereby adopts the following Articles of Organization.

ARTICLE I

The name of the Limited Liability Company shall be:

Atlas Ventures and Investments L.L.C.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

2272 Main Street Sarasota, Florida 34237

ARTICLE III REGISTERED AGENT



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

Wilson Barrera 2272 Main Street Sarasota, Florida 34237

Having been named as registered agent and 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 statues 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 F.S.

Wilson Barrera - Owner / Registered Agent

ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by one manager and is, therefore, a manager – managed company.

Wilson Barrera - Owner / Manager

(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.)

Wilson Barrera

Mr. Wilson Barrera President

STATE OF FLORIDA COUNTY OF SARASOTA

BEFORE ME, personally appeared Mr. Wilson Barrera, who is personally known to me and who executed the foregoing, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this the 15th day of may, 2002, in the aforesaid County and State.

CARYN C. ACKERMAN NOTARY PUBLIC STATE OF FLORIDA COMMISSION # CC929835 EXPIRES 4/20/2004 BONDED THRU ASA 1-888-NJTARY1

Notary Public

Print Name: CARYN C. ACKERMAN

Commission No.: CC929835

My Commission Expires: 4/20/04