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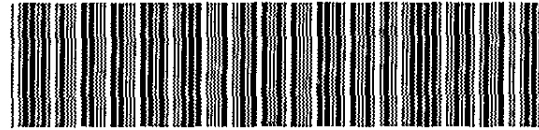
Verifier

Acknowledgement

DCC

W. P. Verifier

DCC



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03/06/03--01065--016 **160.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mailing
address

ALLEN D. SOUTHER
ENROLLED AGENT
P.O. Box 391
LOCKPORT, LOUISIANA 70374
(504) 532-2760

CONSULTING • AUDITS
ACCOUNTING • APPEALS

ALLEN D. SOUTHER
ENROLLED AGENT
OWNER

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

March 3, 2003

IN RE: OUR IMAGINATIONS, LLC


Enclosed is the notarized original of the Articles of Organization for the above cited Limited Liability Company.

Also enclosed is my check No. 5352 in the amount of \$160.00 to cover the cost of the Filing Fee of \$100.00, Designation of Registered Agent of \$25.00, Certified Copy of the Articles of Organization of \$30.00, and a Certificate of Status of \$5.00 for a total of \$160.00.

Please submit the Certified Copy, etc., to me at the above cited address.

Thank you for your cooperation in this matter.

Sincerely,


Allen D. Souther

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 11, 2003

ALLEN D. SOUTHER
P.O. BOX 391
LOCKPORT, LA 70374

SUBJECT: OUR IMAGINATIONS, LLC
Ref. Number: W03000006893

We have received your document for OUR IMAGINATIONS, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

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) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 003A00015236

ARTICLES OF ORGANIZATION
OF
OUR IMAGINATIONS, LLC

UNITED STATES OF AMERICA
STATE OF FLORIDA
COUNTY OF FRANKLIN

BE IT KNOWN that on this 27th day of February of 2003,

BEFORE ME, the undersigned Notary Public, duly commissioned and qualified in and for the State and County aforesaid, and in the presence of the undersigned competent witnesses,

PERSONALLY CAME AND APPEARED

Misty Lee Russo and Allen D. Souther, who declared that they do by these presents form, pursuant to the provisions of Florida Statute 608.407, et seq., a Limited Liability Company, hereinafter referred to as LLC, and in connection therewith adopt the following Articles of Organization for such LLC.

ARTICLE I

NAME

The name of the LLC shall be:

OUR IMAGINATIONS, LLC

ARTICLE II

DURATION

The LLC shall exist for perpetuity, or for such period as is provided in the Operating Agreement, if any, and shall continue from the date of the filing of these Articles of Organization with the Florida Department of State, unless sooner dissolved in accordance with law.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of the LLC, and the official mailing address, shall be:

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TALLAHASSEE, FLORIDA

23 Washington Street
East Point, FL 32328

ARTICLE IV

PURPOSE

Except as restricted by these Articles of Organization, the LLC is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Florida law.

ARTICLE V

ORGANIZERS AND FIRST MEMBERS

The names and addresses of the organizers and first members is as follows:

Misty Lee Russo 1,000 Units
23 Washington Street
East Point, Florida 32328

Allen D. Souther 1,000 Units
313 Tenth Street
Lockport, Louisiana 70374

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TALLAHASSEE, FLORIDA

ARTICLE VI

MANAGEMENT

The members of the LLC, by simple majority rule, shall be responsible for appointing a Manager of the company to manage its affairs. No person may be appointed manager who is not a member of the LLC. The initial Manager shall be Misty Lee Russo.

The Manager, unless otherwise limited by the terms of an operating agreement, if any, shall have full power and authority to conduct all manner of business of the LLC, including without limitation, and by way of example, the right to open accounts with financial institutions and merchants, the right to make contracts with other organizations and individuals, acquire movable and immovable property in the name of the company, execute leases in the name of the company, borrow funds from any institution willing to make same available, and in connection therewith, to grant liens and mortgages on property belonging to the company, and further execute all such documents

as may be required, and as said manager may deem advisable in his own discretion.

The manager may be removed by a 75 percent majority vote of all members present and voting at a meeting duly called with notice.

ARTICLE VII

VOTING

Each member shall have one vote for each unit owned in the LLC.

ARTICLE VIII

PROFITS AND LOSSES

Profits and losses of the LLC shall be distributed to each member in proportion to his or her respective ownership in the LLC.

ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the LLC is 23 Washington Street, East Point, Florida 32328. The registered office location and designated registered agent may be changed in the manner provided by law.

ARTICLE X

INDEMNIFICATION

The LLC shall indemnify an individual, made a party to a proceeding because he/she is or was a manager, member, officer, employee or agent of the company, against liability incurred in the proceeding if he/she conducted himself/herself in good faith and believed his/her conduct was in, or not opposed to the LLC's best interest, and in the case of any criminal proceeding he/she had no reasonable cause to believe that his/her conduct was unlawful.

The LLC shall pay for or reimburse the reasonable expenses incurred by a manager, member, employee or agent of the LLC who is a party to a

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proceeding in advance of the final disposition of the proceeding if a determination is made that the facts then known to those making the determination would not preclude indemnification under the law, and the individual furnishes the LLC a written affirmation of his/her good faith belief that he/she has met the standard of conduct described herein, and that he/she will repay any advances if it is ultimately determined that he/she did not meet the standard of conduct.

THUS DONE AND PASSED in my office in Easton Florida on the day, month and year herewith first written, in the presence of the undersigned witnesses who herewith sign their names with me, Notary.

WITNESSES:

Theresa L. Jacob

Stephanie Smith

ORGANIZERS:

Misty Lee Russo

ID: FI 1200-552-74-55A-0

Allen D. Souther

ID: LA 004017603

David A. [Signature]

NOTARY PUBLIC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT
IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

OUR IMAGINATIONS, LLC

2. The name and the Florida street address of the registered agent and office are:

ALLEN D. SOUTHER
23 WASHINGTON STREET
EAST POINT, FLORIDA 32328

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,
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, F.S.



Allen D. Souther

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