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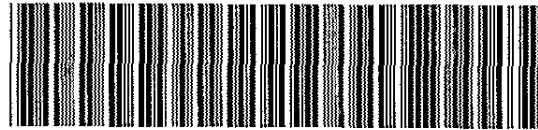
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. AQUADEMICS, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
AQUADEMICS, LLC
A Florida Limited Liability Company**

ARTICLE I

The name of the Limited Liability Company ("Company") shall be:

Aquademics, LLC

ARTICLE II

The principal office and mailing address of the Company shall be:

7925 N.W. 12th Street Suite 318
Miami, FL 33126

ARTICLE III

The Registered Office and Agent for the Company shall be:

Arena J. Acosta, CPA
7925 N.W. 12th Street Suite 318
Miami, FL 33126

ARTICLE IV

The Company shall be managed by the members.

ARTICLE V

The Company's existence shall be perpetual.

ARTICLE VI

The manager(s) and the member(s) shall not be personally liable for the debts, obligations, or liabilities of the Company.

ARTICLE VII

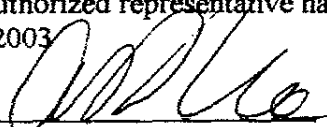
The power to amend, alter or repeal this Articles of Organization shall be vested in the member(s). The Articles of Organization may be amended, at any time, in writing by the majority vote of the members of the Company.

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ARTICLE VIII

The Company has the authority and shall issue Certificates of Membership to each member evidencing that member's interest in the Company. In accordance with F.S. 608.408(3), the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated therein are true.


IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization on this 20th day of March of 2003.


Arena J. Acosta, CPA
Authorized Representative

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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for Aquademics, LLC at the place designated in the Articles of Organization. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with 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.


Arena J. Acosta, CPA
Registered Agent

Date: March 20, 2003