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SECRETARY OF STATE
ALLANASSEE, FLORIDA

Law Offices

BERMAN & BERMAN, P.A.

13500 N. KENDALL DRIVE **SUITE 129** MIAMI, FLORIDA 33186 (305) 387-3351

DAVID M. BERMAN J.D., LL.M. (TAXATION) PAUL F. BERMAN

FAX (305) 387-1929

bermanlaw@earthlink.net

August 1, 2003

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Dress Your Phone LLC

Dear Sir or Madam:

Enclosed please find the Articles of Organization of Dress Your Phone LLC to be processed. I have enclosed check #7903 in the amount of \$160.00 to cover filing fees as well as the cost of a certificate of status and a certified copy of the aforementioned articles. In addition, enclosed please find a return envelope for your convenience in returning the documents to our office.

Very Truly Yours,

LAW OFFICES OF BERMAN & BERMAN, P.A.

ARTICLES OF ORGANIZATION OF

DRESS YOUR PHONE L.L.C A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I: NAME

The name of this Limited Liability Company shall be DRESS YOUR PHONE L.L.C.

ARTICLE II: PURPOSE

The company may engage in any lawful business.

ARTICLE III: RESIDENT AGENT

The name and Florida street address of the registered agent are: David M. Berman - 13500 N. Kendall Drive, #129 Miami, FL 33186

> 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 and agree to act in this capacity. further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familia with and accept the obligations of my position as Registered agent as provided for in Chapter 608, F.S.

David M. Berman, Registered Agent III

ARTICLE IV: PRINCIPAL OFFICE

The mailing address and street address of the princepal office of the Limited Liability Company is: 3515 NW 113 Court; of the Limited Liability Company is: 3515 NW Miami, FL 33178

ARTICLE V: MANAGEMENT

The company shall be managed by the members.

ARTICLE VI: DURATION

The company's existence shall be perpetual.

ARTICLE VII: POWERS

The company shall have all the powers authorized by law or statute.

ARTICLE VIII: MEMBER LIABILITY

Members shall not be personally liable for Lhe debts, obligations, or liabilities of the company.

ARTICLE IX: ADDITIONAL MEMBERS

The company may admit additional members at any time and in any manner by the unanimous written consent of the members.

ARTICLE X: AMENDMENT

The power to amend, alter or repeal these articles of organization shall be vested in the members. The articles of organization may be amended at any time and in any manner by the unanimous written consent of the members.

ARTICLE XI: CERTIFICATES

The company has the authority and shall issue Certificates of Membership to each member evidencing that member's interest in the company. Certificates of Membership shall be signed by an officer of the company.

I.	N WITNES:	S WHEREOF,	the	undersigned	subscr	iber has	executed
	Articles	of Organi	zation	this31_	_ day o	f July	
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IN WITNESS WHEREOF, I have, hereunto, set my hand and affixed my official seal, in the State and County aforesaid, this day of _______, 2003.

My Comm SS XADARA RESERMAN My Comm Exp. 11/22/03 No. DO 037554 (I) Personally Known (1 Other I.D.	Qual Blima NOTARY PUBLIC STATE OF FLORIDA
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