

L03000029948

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EFFECTIVE DATE

8-8-03

L03-29948
QC

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 *** ADMITTED TO LOUISIANA BAR
 ** ADMITTED AS ENTERTAINMENT AND SPORTS
 AGENT IN CA, FL, GA, NY
 *** ADMITTED TO GEORGIA BAR
 *** ADMITTED TO DISTRICT OF COLUMBIA BAR
 *** NOT ADMITTED IN FLORIDA

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August 7, 2003

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VIA EXPRESS SERVICE

Registration Section
 Division of Corporations
 409 E. Gaines St.
 Tallahassee, FL 32399

Re: Articles of Organization/Acceptance of Registered Agent
 R AND J PRINTING, LLC

Gentlemen:

Enclosed are the Articles of Organization and the Acceptance of Appointment of Registered Agent for R AND J PRINTING, LLC, along with our check in the sum of \$125.00 for the required filing fees. Please file these documents and provide a letter of acknowledgement to the undersigned at your earliest convenience.

Please call if there are any questions.

Very truly yours,

Biff Godfrey

Enclosures

J:\Commercial\E-Brands\RegistrationSection\0303ltr.doc

SATELLITE OFFICES

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 OCALA, FLORIDA 34471
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ARTICLES OF ORGANIZATION

OF

R AND J PRINTING, LLC

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

ARTICLE I NAME AND PRINCIPAL OFFICE

The name of this limited liability company is R AND J PRINTING, LLC, and its principal office and mailing address is located at 7680 Universal Blvd., Suite 195, Orlando, FL 32819.

ARTICLE II DURATION

EFFECTIVE DATE

8-8-03

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

ARTICLE III PURPOSE

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV MEMBERSHIP

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new members. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign their interests.

**ARTICLE V
DISSOLUTION**

The limited liability company will dissolve as provided in the Operating Agreement executed by and among its members.

**ARTICLE VI
MANAGEMENT**

This organization is to be managed by a manager or managers elected by a majority vote of its members. The initial managers, who each shall serve until the earlier of his death, resignation, replacement or until the first annual meeting of members and a successor is elected and qualified, shall be JOHN T. WALKER and RASHID CHOUFANI.

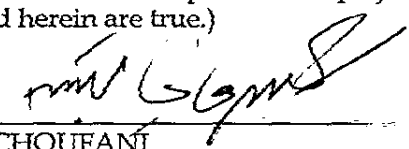
**ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this limited liability company shall be located at 7680 Universal Boulevard, Suite 195, Orlando, Florida 32819, and the initial registered agent of the limited liability company at that address shall be JOHN T. WALKER.

IN WITNESS WHEREOF, the undersigned, have executed these Articles of Organization for this limited liability company this 5th day of August, 2003.


JOHN T. WALKER

(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.)


RASHID CHOUFANI

(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.)

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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. 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.

Dated this 5th day of August, 2003.



JOHN T. WALKER
Registered Agent