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Division of Corporations

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LIMITED LIABILITY COMPANY
LEAFY LANE STUDIOS, L.L.C.

Certificate of Status	0
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ARTICLES OF ORGANIZATION

OF

LEAFY LANE STUDIOS, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Leafy Lane Studios, L.L.C ("Company").

ARTICLE II - ADDRESS

The mailing and street address of the principal office of the Company shall be 731 Leafy Lane, Jacksonville, FL 32216.

ARTICLE III - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Carolyn Herman, Esq., 830 S. Third Street #104, Jacksonville Beach, Florida 32250.

Having been named as registered agent and to accept service of process for the above 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.


Registered Agent's Signature: Carolyn Herman, Esq.

ARTICLE IV - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except as provided in the operating agreement adopted by the members for the management of the business and affairs of the company. A member may transfer his or her interest in the company as set forth in the operating agreement, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member except as provided in the operating agreement.

Prepared By: Carolyn Herman, Esq., 830 S. Third Street #104, Jacksonville Beach, Florida, tel. no. (904) 247-9420, Florida Bar No. 976563.

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ARTICLE V - MANAGEMENT


The Company shall be managed by its members. The names and addresses of the Managing Members are as follows:

Robert Brown, 731 Leafy Lane, Jacksonville, Florida 32216

Cutter Bott, 12772 Cool Water Way, Jacksonville, FL 32246

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Jacksonville, Duval County, Florida, on this 3rd day of October, 2003.

In accordance with section 608.408(3), F.S., we hereby affirm the facts as stated herein as true under the penalties of perjury.


ROBERT BROWN
Organizer and Member


CUTTER BOTT
Organizer and Member

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