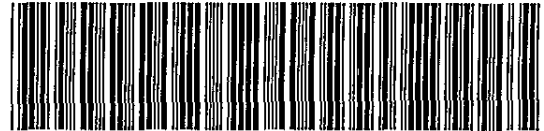


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TALLAHASSEE, FLORIDA



800023736218

10/20/03--01046--005 **125.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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Boca Raton, FL 33434
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TALLAHASSEE, FLORIDA

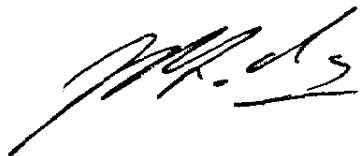
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

October 17, 2003

Dear Madam or Sir,

We enclose herewith Transmittal Letter and Articles of Organization for Florida Limited Liability Company for registration of FuzzbeeBear LLC. I can be contacted at (561) 504-4745 to answer your questions. Our check (check # 4462) in the amount of \$125.00 is attached.

Sincerely



Jeffrey G Hillier

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

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03 OCT 20 AM 8:18

SUBJECT: FUZZBEEBEAR LLC
(Name of Limited Liability Company)

CLERK OF STATE
TALLAHASSEE, FLORIDA

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JEFFREY G. HILLIER

(Name of Person)

(Firm/Company)

2622 NW 49TH STREET

(Address)

BOCA RATON, FL 33434

(City/State and Zip Code)

For further information concerning this matter, please call:

JEFFREY G. HILLIER

(Name of Person)

at (561) 504-4745

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

03 OCT 20 AM 8:18

ARTICLE I - Name:

The name of the Limited Liability Company is:

FUZZBEEBEAR LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

2622 NW 49TH STREET

BOCA RATON, FL 33434

Mailing Address:

2622 NW 49TH STREET

BOCA RATON, FL 33434

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

JEFFREY G. HILLIER

Name

2622 NW 49TH STREET

Florida street address (P.O. Box **NOT** acceptable)

BOCA RATON FL 33434

City, State, and Zip

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..



Registered Agent's Signature

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

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03 OCT 20 AM 8:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

B. CHRISTIAN GORDEAU
219 POPPYVIEW LANE
SACRAMENTO, CA 95812

MGRM

MARK L. HOLMAN
1050 LAKE BLVD., APT 18
DAVIS, CA 95616

MGRM

JEFFREY G. HILLIER
2622 NW 49TH STREET
BOCA RATON, FL 33434

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:


Signature of a member or an authorized representative of a member.

(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.)

JEFFREY G. HILLIER

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)