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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

blue sky equity partners, LLC.

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ARTICLES OF ORGANIZATION
for
BLUE SKY EQUITY PARTNERS, L.L.C.
a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. The name of this company shall be:

BLUE SKY EQUITY PARTNERS, L.L.C.

and the address of its initial principal office is:

4000 Hollywood Boulevard, Suite 350-N
Hollywood, Florida 33021

and the mailing address is the same.

2. The company shall exist until dissolved in a manner provided by law, these Articles or Regulations adopted by the members.

3. The name and street address of the initial registered agent and office for this company is as follows:

JEFFREY FEINBERG, ESQ.
FEINBERG & MAIDENBAUM
4000 Hollywood Boulevard, Suite 350-N
Hollywood, Florida 33021

4. Additional members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such a new member, in the manner set forth in the Regulations of this Company.

5. This limited liability company shall be dissolved upon the occurrence of any of the following events:

(a) By the unanimous written agreement of all members.

(b) Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, unless the business of the limited liability company is continued by the consent of all remaining members or under a right to continue stated in the articles of organization of the limited liability company.

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6. The business of the Company shall be managed by its Members, but the company has the right to hire a manager or managers to assist in the operation of the company.

7. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members.

8. Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by all the Members, unless otherwise provided in the Regulations or further action of the Members.

9. A member shall not receive out of the Company property any return of his or her contribution until:

(a) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,

(b) the consent of all Members is had, unless the return of the contribution to capital may be rightfully demanded,

(c) these Articles are canceled or so amended as to set out the withdrawal reduction,

A Member shall be entitled to the return of his or her contribution in the manner provided for in the Regulations of the Company.

10. The Company shall have all powers authorized by law, as well as any additional lawful powers to effectuate and complete its business transactions.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 18th day of March, 2004.


Signature of an authorized representative of a member executing the Articles of Organization.

(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 Feinberg

Typed or printed name of signee

Prepared By:
Jeffrey Feinberg, Esquire
FAN# 275700
4000 Hollywood Blvd., Suite 350-N
Hollywood, FL 33021
(954) 962-8889

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

BLUE SKY EQUITY PARTNERS, L.L.C.

Jeffrey Feinberg
4000 Hollywood Boulevard, Suite 350-N
Hollywood, FL 33021

my position as registered agent.


(Signature)

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