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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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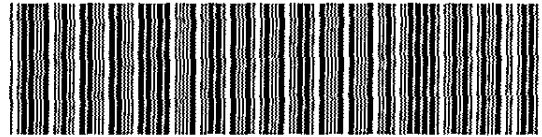
(Business Entity Name)

(Document Number)

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AND
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JB
4-21-04

John J Bellicchi
7601 East Treasure Dr #2209
North Bay Village FL, 33141

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

Re: Fifty Three, LLC


To Whom It May Concern,

The enclosed Articles of Formation for Fifty Three, LLC and filing fee of \$155.00 (i.e., \$100.00 Articles of Formation filing fee, \$25.00 designation of registered agent fee and \$30.00 certified copy fee) are submitted for filing. Kindly return all correspondence pertaining to this matter to the me at the following address:

John J Bellicchi
7601 East Treasure Dr #2209
North Bay Village FL, 33141

For further information concerning this filing you may call John J Bellicchi at 305.773.8595.

Sincerely,


John J Bellicchi

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**ARTICLES OF ORGANIZATION
OF
Fifty Three, LLC**

ARTICLE I - Name

The name of the limited liability company is Fifty Three, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is
7601 E Treasure dr #2209 North Bay Village FL, 33141

ARTICLE III - Registered Agent and Office

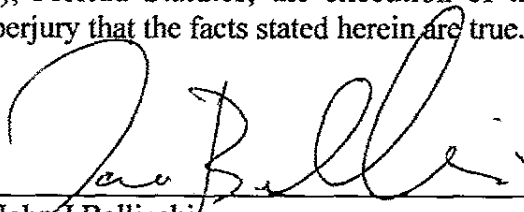
The street address of the Company's initial registered office is 7601 E Treasure dr #2209 North Bay Village FL, 33141, and the name of its initial registered agent at such office is John J Bellicchi.

ARTICLE IV - Management

The Company is to be managed by one or more members and is therefore a member-managed company.

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.

Dated this 14th day of April, 2004.



John J Bellicchi
Authorized Signor

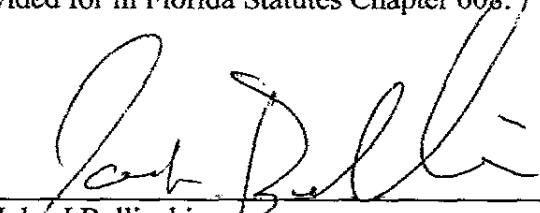
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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and is familiar with and accepts the obligations of the undersigned's position as registered agent as provided for in Florida Statutes Chapter 608.

Dated this 14th day of April, 2004.



John J Bellicchi
Registered Agent