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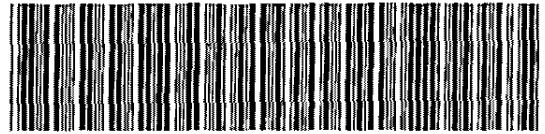
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LAW OFFICES OF FERNANDO PEREZ III

Attorneys and Counsellors at Law

1303 NORTH ARMENTA AVENUE
TAMPA, FLORIDA 33607-3310
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April 27, 2004

Florida Department of State
Division of Corporations (New Corp.)
P.O. Box 6327
Tallahassee, Florida 32314

RE: MAINE-TO-BAY, INC.

Dear Division of Corporations:

Enclosed please find an original and a copy of the Articles of Organization and Registered Agent Designation for **VFM INDUSTRIES, LLC** together with a check for the appropriate filing fees.

Sincerely,


FERNANDO PEREZ III, ESQUIRE

Enc.

AND
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04 MAY 24 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 5, 2004

FERNANDO PEREZ III, ESQ
1303 NORTH ARMENIA AVE
TAMPA, FL 33607-5310

SUBJECT: VFM INDUSTRIES, LLC
Ref. Number: W04000017301

We have received your document for VFM INDUSTRIES, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 604A00030709

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DEPARTMENT OF STATE

**ARTICLES OF ORGANIZATION
OF
VFM INDUSTRIES, LLC**

The undersigned hereby certifies that he is the Member who is forming a Limited Liability Company under Florida Statutes Chapter 608. The following Articles of Organization are hereby adopted.

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of the Limited Liability Company shall be **VFM INDUSTRIES, LLC**. The principal and mailing address of the Limited Liability Company shall be 2442 - 23rd St., N., St. Petersburg, Florida 33713.

ARTICLE II - DURATION; EFFECTIVE DATE

The Limited Liability Company shall exist perpetually, commencing as of the date these Articles of Organization are filed with the State of Florida Department of State.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Limited Liability Company is 1303 N. Armenia Ave., Tampa, FL 33607-5310, and the name of the initial registered agent of the Limited Liability Company at that address is **FERNANDO PEREZ III**.

ARTICLE IV - PURPOSE

The Limited Liability Company may engage in any activity or business permitted under the law of the United States of America or of the State of Florida.

ARTICLE V - VOTING AND NONVOTING

The members' interests in the Limited Liability Company shall consist of Voting Members and Nonvoting Members, in accordance with the Operating Agreement of the Limited Liability Company.

ARTICLE VI - MANAGEMENT

Management of the Limited Liability Company is reserved to its Voting Member(s) in accordance with the Operating Agreement of the Limited Liability Company.

ARTICLE VII - OPERATING AGREEMENT

The Voting Member(s), by the affirmative vote of the Voting Member(s) who hold a majority of the Voting Interests of the Limited Liability Company, shall have the power to adopt, alter, amend, or repeal an Operating Agreement which may contain provisions for the regulation and management of the affairs of the Limited Liability Company that are not inconsistent with applicable law or the Articles of Organization.

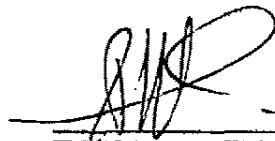
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SOUTH FLORIDA
DEPARTMENT OF
STATE

ARTICLE VIII - AMENDMENT

These Articles of Organization may be amended by the affirmative vote of the Voting Member(s) who hold a majority of the Voting Interests of the Limited Liability Company in accordance with the Operating Agreement of the limited Liability Company.

The undersigned, being the initial Member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of VFM INDUSTRIES, LLC.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 3rd day of April 2004.



TOM HENKEMANS, Member

APPROVED
AND
FILED
04 MAY 24 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for VFM INDUSTRIES, LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

Dated: _____

5/12/04



FERNANDO PEREZ III, Registered Agent

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA