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### THE BROOME LAW FIRM, P.A.

FILE DIRISTOPHER E. BROOME

915 \$. Washington Avenue • Post Office Box 729 • Titusville, Florida 32781-0729 Phone: (321) 269-5620 • Fax: (321) 264-1065 • ceb@cfl.rr.com

2004 MAY 21 P 3: 37

SECRETARY OF STATE TALLAHASSEE, FLORIDA

May 17, 2004

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, Florida 32314

SUBJECT: Inflatable Smiles, L.L.C.

Enclosed please find an original and one copy of the articles of organization and a check for \$160.00 for the Filing Fee, Registered Agent Designation, Certified Copy of Record, and a Certificate of Status. Please file the articles of organization and registered agent designation information and send back a certified copy.

If you have any questions or concerns, please do not hesitate to contact my office. Thank you for your prompt attention to this matter.

Sincerely,

THE BROOME LAW FIRM, P.A.

Christopher E. Broome

CEB/skg Enclosure

#### ARTICLES OF ORGANIZATION

OF

## FILED

#### INFLATABLE SMILES, LLC

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The undersigned, for the purpose of forming a limited liability company and effective the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

#### ARTICLE I — NAME

The name of the limited liability company shall be INFLATABLE SMILES, LLC ("company").

#### ARTICLE II - PURPOSE

The purpose of this company is to engage in all lawful business subject to statutes and regulations of the State of Florida.

#### ARTICLE III - ADDRESS

The mailing address and street address of the principal office of the company is 1105 Tropic Street, Titusville, Florida 32796.

#### ARTICLE IV - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

#### ARTICLE V — REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Regina Stanford, 1105 Tropic Street, Titusville, Florida 32796.

#### ARTICLE VI — CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

#### ARTICLE VII — ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

#### ARTICLE VIII — ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the

members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as bet of the in the Operating Agreement of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member 21 p 3: proposing to dispose of his or her interest approve of the proposed transfer by ECRETARY OF STAT Written consent.

#### ARTICLE IX — MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

#### ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager and sole member of the company is

NAME

**ADDRESS** 

Regina Stanford

1105 Tropic Street

Titusville, Florida 32796

egina Stanford

Sworn to and subscribed before me this  $17^{14}$  day of  $112\sqrt{\phantom{000}}$ , 200

day of 1,129 , 2004

Notary Public, State of Florida at Large

(Notary Seal)

Personally Known

Produced the following identification:

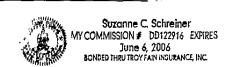


Exhibit A

Cash Contribution: \$47,931.32

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA