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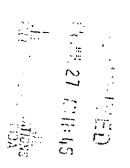
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 May Well Con 1:34 tool Enterprises Art of Inc. File_____ LTD Partnership File_____ Foreign Corp. File_____ L.C. File_____ Fictitious Name File_____ Trade/Service Mark_____ Merger File_____ Art. of Amend. File_____ RA Resignation____ Dissolution / Withdrawal____ Annual Report / Reinstatement_____ Cert. Copy___ Photo Copy___ Certificate of Good Standing____ Certificate of Status____ Certificate of Fictitious Name_____ Corp Record Search____ Officer Search_____ Fictitious Search_____ Fictitious Owner Search_____ Signature Vehicle Search Driving Record_____ Requested by: UCC 1 or 3 File_____ UCC 11 Search___ Name Time UCC 11 Retrieval___ Walk-In Will Pick Up Courier

ARTICLES OF ORGANIZATION **KOOL ENTERPRISES, LLC**

Manual Control of the The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be KOOL ENTERPRISES. LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is: 3051 NE 47 Court, Unit 207, Ft. Lauderdale, FL 33308.

ARTICLE III - 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 perpetuall unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are: Ralph Papenfuse at 3051 NE 47 Court, Unit 207, Ft. Lauderdale, FL 33308.

ARTICLE V -- MANAGEMENT

The company shall be managed by two managers in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations 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 names and addresses of the initial managers of the company are: Ralph Papenfuse, 3051 NE 47 Court, Unit 207, Ft. Lauderdale, FL 33308 and Steven A. Goren, 8505 NW 77 Street, Tamarac, FL 33321.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Ft. Lauderdale, Florida, on July 23, 2004.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of KOOL ENTERPRISES, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and 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 his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Raiph Papenfuse

STATE OF FLORIDA COUNTY OF BROWARD

Swom to and subscribed before me this 23 day of July, 2004, by Ralph Papenfuse, who provided his Florida driver's license as identification.

Notary Public

My Commission expires:

DENNIS PONN My Comm Exp. 2/18/05 No. CC 990582 [1 Personally Known [1 Other LD.

