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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY
INVESTMENT CAPITAL ASSOCIATES, LLC

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ARTICLES OF ORGANIZATION
OF
INVESTMENT CAPITAL ASSOCIATES, LLC

The undersigned hereby forms a limited liability company with the meaning of the applicable provision of Chapter 608, Florida Statutes.

ARTICLE I
NAME

The name of this limited liability company is (the "Company").

ARTICLE II
DURATION

The Company shall exist commencing on the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

ARTICLE III
PURPOSE

The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

ARTICLE IV
PLACE OF PRINCIPAL OFFICE

The mailing address and the street address of the Company's principal office is 750 116th Avenue, Treasure Island, FL 33706.

ARTICLE V
REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Company is Robert F. Cohen, CPA. The street address of the initial registered agent of the Company is 2918 Busch Lake Blvd., Tampa, FL 33614

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ARTICLE VI
ADDITIONAL MEMBERS

Additional members to the Company may be admitted, but only upon the consent of the managers of the Company at the time admission is sought.

ARTICLE VII
MANAGEMENT OF THE COMPANY

The management of the Company shall be vested in the managers of the Company, as appointed by the members.

ARTICLE VIII
OPERATING AGREEMENT

The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization on the 8th day of September 2004. In accordance with Section 608.408(3) Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

MEMBER:

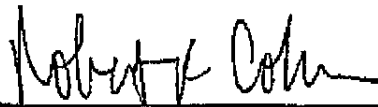


Chris Solomon

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Robert F. Cohen, CPA

Dated:

9/8/04

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA