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30141 Agoura Road, Suite 205 Agoura Hills, California 91301 U.S. Toll-Free: 888.692.6771 Direct: 818.879.9079 FAX: 818.879.8005 Email: info@MyCorporation.com URL: http://www.mycorporation.com

July 22, 2004

Kelly Whitaker-Payne 183 Landrum Lane, #103 Ponte Vedra Beach, Florida 32082

RE: PanacheSpirit L.L.C.

Proposed LLC Organizer

Kelly Whitaker-Payne 183 Landrum Lane, #103 Ponte Vedra Beach, Florida 32082

Dear Kelly Whitaker-Payne,

Thank you for choosing My Corporation Dot Com as your LLC filing service. While we do our best to provide you with the fullest possible service at an economical price. Florida has certain statutory requirements which require your personal attention. Please read the instructions below to complete the process of your application for L.L.C. formation.

Sincerely,

Document Processing Unit MyCorporation Business Services, Inc.

Articles Of Organization For Florida Limited Liability Company

PanacheSpirit L.L.C.

ARTICLE I - Name:

The name of the Limited Liability Company is PanacheSpirit L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

183 Landrum Lane, #103 Ponte Vedra Beach, Florida 32082

ARTICLE III - Duration:

The Limited Liability Company shall dissolve no later than December 31, 2070.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Kelly Whitaker-Payne 183 Landrum Lane, #103 Ponte Vedra Beach, Florida 32082

Wanda Petersen 116 Osprey Ridge Way Ponte Vedra Beach, Florida 32082

ARTICLE V - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued member in the limited liability company shall be: **NONE**.

Kelly Whitaker-Payne, Member

(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.)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is PanacheSpirit L.L.C.
- 2. The name and the Florida street address of the registered agent is:

Wanda Petersen 116 Osprey Ridge Way Ponte Vedra Beach, Florida 32082

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in apacity. I further agree to comply with the provisions of all statutes relating to the proper and amplete performance of my duties, and I am familiar with and accept the obligations of my resition as registered agent.

Wanda Petersen, Registered Agent

Filing Fee: \$ 25 for Designation of Registered Agent