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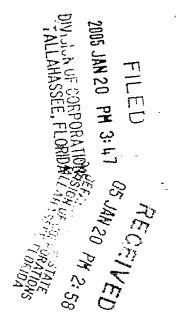
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CORPDIRECT AGENTS, INC. (formerly CCRS) 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173 FILING COVER SHEET ACCT. #FCA-14 **CONTACT:** ED DATE: 01/20/05 **REF. #:** 1337.34014 CORP. NAME: PAYANDE, LLC () ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION () ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME () FOREIGN QUALIFICATION () LIMITED PARTNERSHIP (X) LIMITED LIABILITY () REINSTATEMENT () MERGER () WITHDRAWAL () CERTIFICATE OF CANCELLATION () OTHER: STATE FEES PREPAID WITH CHECK# 5/1095 FOR \$ 155.00 AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$_ EASE RETURN: (X) CERTIFIED COPY () CERTIFICATE OF GOOD STANDING () PLAIN STAMPED COPY () CERTIFICATE OF STATUS

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

PAYANDE, LLC

ARTICLE I - Name

The name of the Limited Liability Company is Payande, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 233 East Enid Drive, Key Biscayne, Florida 33149.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 103 North Meridian Street, Lower Level, Tallahassee, Florida 32315, and the name of its initial registered agent at such office is CorpDirect Agents, Inc.

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. Dated this 20th day of January, 2005.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608. Dated this 20th day of January, 2005.

CORPDIRECT AGENTS, INC.

Ers

Registered Agent