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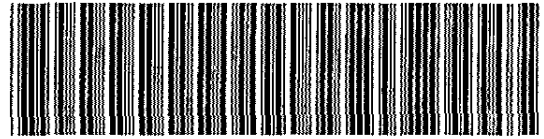
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 23, 2004

KATHLEEN B. JOHNSON, P.A.
125 CRAWFORD BOULEVARD
BOCA RATON, FL 33432

SUBJECT: MISS VICKY ENTERPRISES AND INVESTMENTS LIMITED
LIABILITY CORPORATION
Ref. Number: W04000031900

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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We have received your document for MISS VICKY ENTERPRISES AND INVESTMENTS LIMITED LIABILITY CORPORATION and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 804A00051499

**ARTICLES OF ORGANIZATION
OF
MISS VICKY ENTERPRISES AND INVESTMENTS LIMITED LIABILITY COMPANY**

THE UNDERSIGNED CERTIFY THAT they have associated together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation , rights, privileges, and immunities of limited liability companies for profit and further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

1. NAME AND PRINCIPAL PLACE OF BUSINESS

1.1. The name of the limited liability company shall be MISS VICKY ENTERPRISES AND INVESTMENTS LIMITED LIABILITY COMPANY, and its principal office and mailing address is 801 Marble Way, Boca Raton, FL 33432, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. This is also the company's mailing address.

2. COMMENCEMENT DATE AND DURATION

2.1 The date when existence shall commence of this limited liability company shall be the date when these Articles have been executed and acknowledged if such date is within five business days prior to the date of filing, or the date filed with the Secretary of State of Florida if filed more than five business days after the date of such execution.

2.2 This limited liability company shall have a perpetual existence, or shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

3. PURPOSES AND POWERS

3.1 In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

3.2 To engage in any activity or business authorized under the Florida Statutes.

3.3 In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida; and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3.4 To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or

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corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

3.5 To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any such contracts.

3.6 To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

3.7 To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

3.8 The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

3.9 Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may or may not, under Florida laws, lawfully carry on, exercise, or do.

4. **MANAGEMENT**

4.1 The limited liability company shall be managed by one or more managing members as may be determined from time to time in accordance with the Regulations of the company. The names and addresses of the persons who shall serve until the first annual meeting of members or until a successor is elected and qualified are as follows:

DAVID BRUCE HEVERT, 801 Marble Way, Boca Raton, FL 33432

ELIZABETH JANE HEVERT, 801 Marble Way, Boca Raton, FL 33432

5. **MEMBERSHIP RESTRICTIONS**

5.1 Members shall have the right to admit new members by consent of two-thirds of the voting interest of the members. Contributions required of new members shall be determined as to the time of admission to the limited liability company.

5.2 A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

5.3 On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on consent of two-thirds of the voting interest of the remaining members.

6. **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

6.1 The name and address of the initial registered agent of the limited liability company is DAVID BRUCE HEVERT, 801 Marble Way, Boca Raton, FL 33432.

The undersigned, the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of MISS VICKY ENTERPRISES AND INVESTMENTS LIMITED LIABILITY Company.

Executed by the undersigned at Boca Raton, Florida on the 17 day of August, 2004.


DAVID BRUCE HEVERT


ELIZABETH JANE HEVERT

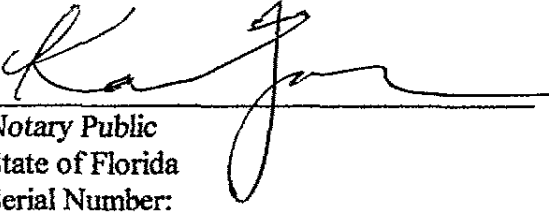
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 17 day of August, 2004, by DAVID BRUCE HEVERT and ELIZABETH JANE HEVERT, who are personally known to me or whom have produced _____ as identification and who did not take an oath.



Kathleen B. Johnson
My Commission DD193359
Expires March 13, 2007



Notary Public
State of Florida
Serial Number:
My Commission Expires:

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is MISS VICKY ENTERPRISES AND INVESTMENTS LIMITED LIABILITY *Company.*

The name of the registered agent is DAVID BRUCE HEVERT, and the street address of the company's registered office where the agent is located is 801 Marble Way, Boca Raton, FL 33432.

This statement is to acknowledge that, as indicated above, MISS VICKY ENTERPRISES AND INVESTMENTS LIMITED LIABILITY *Company* has appointed DAVID BRUCE HEVERT as its registered agent to accept service of process for the company at the place designated above in this certificate. DAVID BRUCE HEVERT accepts this appointment as registered agent and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent.

Bruce
David Bruce Hevert
DAVID BRUCE HEVERT

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 17 day of August, 2004, by DAVID BRUCE HEVERT, who is personally known to me or who has produced as identification and who did not take an oath.



Kathleen B. Johnson
My Commission DD193359
Expires March 13, 2007

Kathleen B. Johnson
Notary Public
State of Florida
Serial Number:
My Commission Expires:

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