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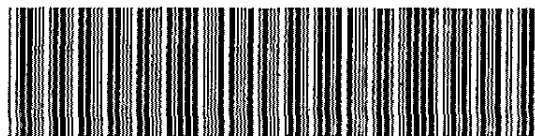
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DCC

W. P. Verifier

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LOW OFFICES
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13615 SOUTH DIXIE HIGHWAY
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MIAMI, FLORIDA 33176

DAVID M. GLASSBERG
LORI H. GLASSBERG

(305) 669-9535
FAX (305) 255-9969

January 19, 2005

Sent via Federal Express

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Fishing with Sweet Melissa, LLC

Gentlemen:

Enclosed please find two copies of the Articles of Organization for Fishing with Sweet Melissa, LLC. Also, enclosed please find our check in the amount of \$125.00 made payable to the Secretary of State for filing fees of the above mentioned Limited Liability Company.

Should you have any questions with regard to the foregoing, please contact the undersigned at (305) 669-9535.

Very truly yours,


David M. Glassberg

DMG/na
enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is: FISHING WITH SWEET MELISSA, L.L.C.

ARTICLE II - Address:

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

2340 N.E. 47th Street
Lighthouse Point, FL 33064
Attn: William Fusco

ARTICLE III - Duration:

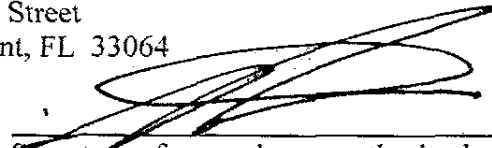
The period of duration for Limited Liability Company shall be Perpetual.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Melissa Fusco
2340 N.E. 47th Street
Lighthouse Point, FL 33064

William Fusco
2340 N.E. 47th Street
Lighthouse Point, FL 33064



Signature of a member or authorized representative of a member
(In accordance with Section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)

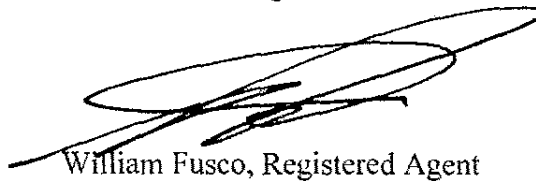
Dated: January 12, 2005

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been designated registered agent for FISHING WITH SWEET MELISSA, L.L.C., a Limited Liability Company to be organized under the laws of the State of Florida, the undersigned hereby accepts such appointment and the obligations of that position and represents that the undersigned is familiar with the obligations of that position. The Registered Agent's Office is 2340 N.E. 47th Street, Lighthouse Point, FL 33064.

IN WITNESS WHEREOF, the undersigned has executed this Acceptance this 12th day of January, 2005.



William Fusco, Registered Agent

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TALLAHASSEE, FLORIDA