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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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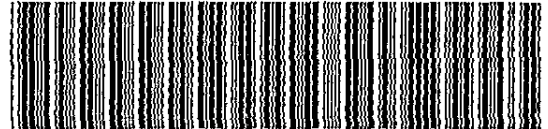
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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[Signature]

Law Offices of  
**RICHARD SPICE WHEELER**  
a professional association

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2265 Lee Road, Suite 103  
Winter Park, Florida 32789  
phone 407-622-0460  
fax 407-681-6632  
email: [richardwheeler@earthlink.net](mailto:richardwheeler@earthlink.net)  
website: [richardspicewheeler.com](http://richardspicewheeler.com)

January 25, 2005

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: ParBill Investments, LLC

Dear Sir/Madam:

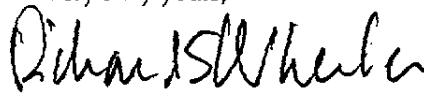
Enclosed for filing is an executed original of the Articles of Organization of the above-referenced limited liability company, together with an executed original of its Certificate Designating Registered Agent.

Enclosed also is a photocopy of the Articles and Certificate to be time-stamped and returned to me together with a Certificate of Status.

Enclosed also is my firm's check #1733 for \$130.00 representing the required \$100.00 filing fee for the Articles, the \$25.00 required filing fee for the Certificate, and the \$5.00 charge for the Certificate of Status.

If you have any questions concerning this filing, please do not hesitate to call.

Very truly yours,



Richard S. Wheeler

RSW:id  
State012505.ltr  
enclosures

cc: Parthenia L. Bozeman  
w/enclosures

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Richard Spice Wheeler, J.D.  
Admitted in state & federal courts in New York, the District of Columbia, Florida, and in the U.S. Tax Court

Curtis L. O'Neal, M.B.A., J.D.  
Legal Assistant

**Articles of Organization  
of  
ParBill Investments, LLC**

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name

The name of the limited liability company is ParBill Investments, LLC (hereinafter referred to as the "Company").

2. Period of Duration

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purposes

The purposes for which the Company is organized is to engage in real estate investment, operation, management and development, as well as any and all other business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address Of Place Of Business

The mailing address of the Company is 5552 West Olympic Blvd., Los Angeles, CA 90036, and the street address of the place of business for the Company is 5552 West Olympic Blvd., Los Angeles, CA 90036. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent

The initial registered agent in Florida for the Company is Richard S. Wheeler, Esq. and the initial registered office is located at 2265 Lee Road, Suite 103, Winter Park, Florida 32789.

6. Capital Contributions

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Members

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members or as otherwise provided in the Operating Agreement.

8. Continuity of Business

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, of all the remaining members would result in dissolution of the Company, the business

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of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management

The Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The managers will be designated as the president, secretary and treasurer of the Company and may also be designated as vice president, assistant secretaries and assistant treasurers and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of a corporation. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that these managers will hold. The initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

<u>Name</u>	<u>Position</u>
Parthenia Bozeman	President
Parthenia Bozeman	Secretary/Treasurer

10. Indemnification

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at Los Angeles, California, on this 16 day of January, 2005.

ParBill Investments, LLC  
a Florida limited liability company

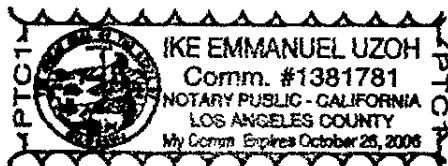
By: *Parthenia Bozeman*  
Parthenia Bozeman, President

STATE OF CALIFORNIA  
COUNTY OF Los Angeles

The foregoing instrument was acknowledged before me on the 16 day of January, 2005, by PARTHENIA BOZEMAN, as President of ParBill Investments, LLC, who  is personally known to me or who  produced Calif DL as identification.

*Ike Emmanuel Uzoh*  
Notary Public - State of California  
Name (typed or printed) Ike Emmanuel Uzoh

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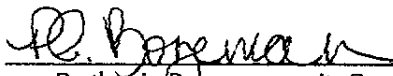
**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND PLACE OF BUSINESS OR DOMICILE FOR  
SERVICE OF PROCESS WITHIN FLORIDA; AND  
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

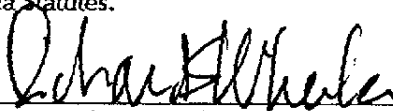
FIRST, that ParBill Investments, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 5552 West Olympic Blvd., Los Angeles, CA 90036, has named RICHARD S. WHEELER, ESQ., located at 2265 Lee Road, Suite 103, Winter Park, Florida 32789, as its agent to accept service of process within the State of Florida.

DATED this 18 day of January, 2005.

ParBill Investments, LLC

By:   
Parthenia Bozeman, as its President

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 this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

  
Richard S. Wheeler, Esq.  
Florida Bar #0397090  
2265 Lee Road, Suite 103  
Winter Park, FL 32789

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