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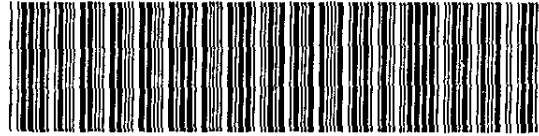
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James P. Zaveff

Of Counsel  
Gilbert C. Cox, Jr.

February 7, 2005

**VIA FEDERAL EXPRESS**

Registration Section  
Florida Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: **Fantasy Pools, LLC**

Dear Sir/Madam:

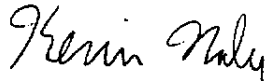
Enclosed are Articles of Organization to be filed on behalf of Fantasy Pools, LLC. Also enclosed is our \$125,000 check payable to the Florida Department of State for the filing fee and designation of registered agent.

Kindly return the filed Articles of Organization to me in the enclosed self-addressed stamped envelope.

In the meantime, should there be any questions, please do not hesitate to call.

Very truly yours,

**COX, HODGMAN & GIARMARCO, P.C.**



Kevin M. Nalu

KMN:klm  
Enclosures

xc: Mr. and Mrs. Charles Mahaney  
Harold C. MacDonald, Esq.

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

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

Fantasy Pools, LLC

**ARTICLE II - Address:**

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

**Principal Office Address:**

16703 US Highway 19

Hudson, FL 34667

**Mailing Address:**

16703 US Highway 19

Hudson, FL 34667

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

The name and the Florida street address of the registered agent are:

Ellen Mahaney

Name

16703 US Highway 19

Florida street address (P.O. Box **NOT** acceptable)

Hudson

FLORIDA 34667

City, State, and Zip

*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..*

  
Registered Agent's Signature

05 FEB -8 PM 3:55

**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

Ellen Mahaney, Mgr

16703 US Highway 19

Hudson, FL 34667

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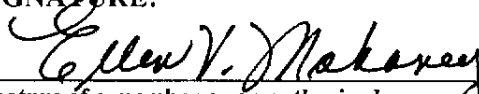
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(Use attachment if necessary)

**NOTE: An additional article must be added if an effective date is requested.**

**REQUIRED SIGNATURE:**



Signature of a member or an authorized representative of a 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.)

Ellen Mahaney, Member

Typed or printed name of signee

**Filing Fees:**

**\$100.00 Filing Fee for Articles of Organization**

**\$ 25.00 Designation of Registered Agent**

**\$ 30.00 Certified Copy (Optional)**

**\$ 5.00 Certificate of Status (Optional)**