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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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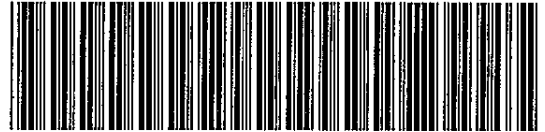
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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LAW OFFICE OF PETER BAKER, P.A.

SUITE 101C
500 EAST KENNEDY BOULEVARD
TAMPA, FLORIDA 33602

OF COUNSEL TO
BRICKLEYMYER SMOLKER & BOLVES, P.A.
500 EAST KENNEDY BOULEVARD, SUITE 200
TAMPA, FLORIDA 33602-4882

March 8, 2005

Registration Section
Division of Corporations
(409 E. Gaines Street)
P. O. Box 6327
Tallahassee, FL 32314

Attention: LLC Filing Group

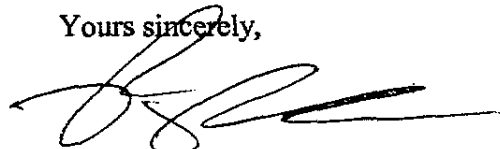
Re: Have Fun Properties, LLC
My File No. 05-306

Gentlemen:

Enclosed are an original and copy of Articles of Organization for the referenced limited liability company, together with a check in the amount of \$125.00 made payable to the Florida Department of State to cover the filing fee for these Articles of Organization and for the included Designation of Registered Agent.

Please file the original Articles of Organization upon receipt and return the copy to me with the filing information in the enclosed, self-addressed, stamped envelope. Thank you for your assistance.

Yours sincerely,



Peter Baker

PB/cd
Enclosures

cc: Henry G. Saavedra
Steve McKenna

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
HAVE FUN PROPERTIES, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **HAVE FUN PROPERTIES, LLC**. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company is 2810 Old Bayshore Way, Tampa, Florida 33611.

ARTICLE III -- DURATION


The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is dissolved earlier as provided in the Operating Agreement adopted by the members.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

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


Henry G. Saavedra
2810 Old Bayshore Way
Tampa, Florida 33611

Having been named as registered agent and to accept service of process for the above-stated Company at the place designated in these Articles/Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity and to accept service of process for the above-stated Company at the place so designated. 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 F.S. Chapter 608.


Registered Agent's Signature

ARTICLE V -- MANAGEMENT

The Company shall be manager-managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization.


Signature of Member, or Authorized Agent of Member
Print Name: HENRY G. SAAVEDRA

(In accordance with F.S. 608.408(3), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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