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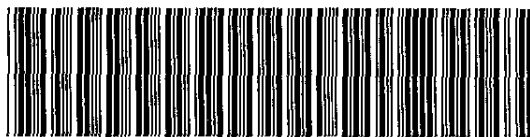
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CAPITAL CONNECTION, INC.

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Miller's Martial Arts Center
of Palm Coast, LLC

___ Art of Inc. File ___
___ LTD Partnership File ___
___ Foreign Corp. File ___
___ ☒ L.C. File ___
___ Fictitious Name File ___
___ Trade/Service Mark ___
___ Merger File ___
___ Art. of Amend. File ___
___ RA Resignation ___
___ Dissolution / Withdrawal ___
___ Annual Report / Reinstatement ___
___ Cert. Copy ___
___ ☒ Photo Copy ___
___ Certificate of Good Standing ___
___ Certificate of Status ___
___ Certificate of Fictitious Name ___
___ Corp Record Search ___
___ Officer Search ___
___ Fictitious Search ___
___ Fictitious Owner Search ___
___ Vehicle Search ___
___ Driving Record ___
___ UCC 1 or 3 File ___
___ UCC 11 Search ___
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Signature

Requested by:

Name

Date

Time

Walk-In

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- ARTICLES OF ORGANIZATION

OF

MILLER'S MARTIAL ARTS CENTER OF PALM COAST, LLC

(A Florida Limited Liability Company)

FILED
05 MAR 16 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned adopts the following Articles of Organization for the purpose of becoming a Limited Liability Company under the Florida Limited Liability Company Act.

1. Name. The name of the limited liability company referred to in these Articles as "Company," is:

MILLER'S MARTIAL ARTS CENTER OF PALM COAST, LLC

2. Term. The duration of this Company shall be perpetual, unless earlier dissolved as provided in the Regulations.

3. Purpose. The business purposes of the Company are to engage in any other lawful act or activity which may be carried on by a limited liability company under the Laws of the State of Florida, or under the laws of any other State or jurisdiction in which the Company may conduct its business.

4. Addresses. The mailing address and the street address of the principal office of the Company shall be:

17 Ryberry Drive
Palm Coast, FL 32164

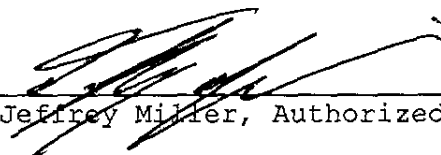
5. Registered Agent. The name of the company's initial registered agent in the State of Florida is Jeffrey Miller, and the address of the Company's registered office in Florida is 17 Ryberry Drive, Palm Coast, FL 32164.

6. Management. The Company is to be managed by its Members in accordance with the Operating Agreement adopted by its Members for the management of the business and affairs of the Company. The names and addresses of the initial Members are:

Miller's Martial Arts Center, Inc.
17 Ryberry Drive
Palm Coast FL 32164

Lloyd S. Logsdon
952 Northbrook Drive
Ormond Beach, FL 32174

IN WITNESS WHEREOF, for the purpose of filing this Limited Liability Company in accordance with the Florida Limited Liability Company Act, the undersigned has executed these Articles of Organization on this 28 day of February, 2005.



Jeffrey Miller, Authorized Agent

CERTIFICATE OF REGISTERED AGENT
AND REGISTERED OFFICE

In accordance with Section 608.415 of the Florida Limited Liability Company Act, the undersigned, who is named as the registered agent of MILLER'S MARTIAL ARTS CENTER OF PALM COAST, LLC, hereby consents to accept service of process for the Company at 17 Ryberry Drive, Palm Coast, FL 32164, and accepts the appointment as registered agent and agrees to act in that capacity.

Date: 2/28/05



Jeffrey Miller