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(Requestor's Name)

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(City/State/Zip/Phone #)

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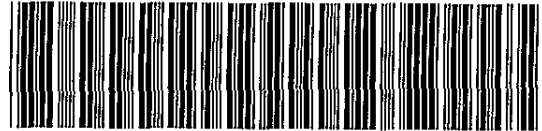
(Business Entity Name)

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[Signature]

**BARRETT, ROGERS & ASSOCIATES, P.A.**  
ATTORNEYS AT LAW

**FLORIDA OFFICE**

801 N.E. 167th Street  
SECOND FLOOR  
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TELEPHONE: 305-455-2040  
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JOHN R. BARRETT, J.D. (OF COUNSEL)  
(MEMBER: FLORIDA & VIRGINIA BARS)  
WILLIAM L. ROGERS, J.D.  
(MEMBER: FLORIDA BAR)

**VIRGINIA OFFICE**

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March 14, 2005

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fla. 32314

Attn: New filings section

RE: PINK OCEAN, L.L.C.

Dear Sir or Madam:

Please find enclosed herein the original and two copies of the Articles of Organization and Certificate of Designation of Registered Office for the above named Florida limited liability company.

We have also enclosed our check in the amount of \$125.00 to cover the costs of filing same and registered agent fee.

Sincerely,  
BARRETT, ROGERS & ASSOCIATES, P.A.

~~WILLIAM L. ROGERS~~

William L. Rogers, Esq.

WLR\pm  
enc: [as stated herein]

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## ARTICLES OF ORGANIZATION

OF

**PINK OCEAN, L.L.C.,**

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 **Pink Ocean, L.L.C.** ("Company").

### ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company  
**1301 N.E. Miami Gardens Drive, Suite Penthouse 6, Miami, Florida 33179**

### ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

### ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is: **William L. Rogers, Esq., Second floor, 801 N.E. 167th St., No. Miami Beach, Florida 33162**

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## ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company in sufficient amounts of cash or real property.

## ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

## ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

## ARTICLE VIII - MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority vote of the remaining members.

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## ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is **Solomon Ovadia of 1301 N.E. Miami Gardens Drive, Penthouse 6., Miami, Florida 33179.**

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

### NAME

### ADDRESS

Solomon Ovadia

1301 N.E. Miami Gardens Drive, Suite PH-6, Miami,  
Florida 33179

IN WITNESS WHEREOF, the undersigned organizer **Solomon Ovadia** made and  
subscribed these articles of organization at North Miami Beach, Florida, on / Feb 5, 2005

PINK OCEAN, L.L.C.

**Solomon Ovadia**  
Manager & Member

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, Solomon Ovadia, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is PINK OCEAN, L.L.C
2. The name and address of the registered agent in Florida are:

**William L. Rogers, Esq.**

**Attorney at law**

**Second floor; 801 N.E. 167th St., North Miami Beach, Florida 33162**

**(305) 455-2040 Telephone**

The undersigned, being the person named in the articles of organization of Pink Ocean, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
\_\_\_\_\_  
**William L. Rogers, Esq.**  
**Registered Agent for Pink Ocean, L.L.C.**

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