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KOVACH, KOVACH & RODRIGUEZ
ATTORNEYS AT LAW

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MICHAEL T. KOVACH, SR.

MICHAEL T. KOVACH, JR.

MARK D. RODRIGUEZ

May 25, 2005

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

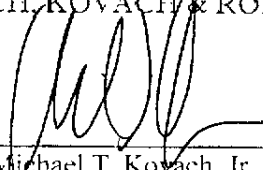
RE: **Articles of Organization for Big Fish of Florida, LLC**

Gentlemen:

Please find enclosed the original, plus one copy, of the Articles of Organization for Big Fish of Florida, LLC. Also enclosed is our check in the amount of \$125.00 to cover your associated fees. I ask that you place your endorsement on the copy and return to my office. A self-addressed, stamped envelope has been provided for your convenience. If you have any questions, or require additional information, please do not hesitate to contact me. Thank you in advance for your assistance in this matter.

Cordially,

KOVACH, KOVACH & RODRIGUEZ

BY: 
Michael T. Kovach, Jr., Esquire

MTKJR/jlt

Enclosures: Original, plus one copy of Articles of Organization for Big Fish of Florida, LLC.

ARTICLES OF ORGANIZATION
FOR

BIG FISH OF FLORIDA, LLC

The undersigned organizer Michael T. Kovach, Jr. of a limited liability company under the Limited Liability Company Act adopt(s) the following Articles of Organization:

NAME

The name of the limited Liability company is BIG FISH OF FLORIDA, LLC.

DURATION

The limited liability company shall have perpetual existence.

PURPOSE

The purpose for which this limited liability company is organized is to perform any lawful purpose except that of banking and insurance.

PRINCIPAL PLACE OF BUSINESS

The street address of its principal place of business and offices where notices can be sent in this state is 106 North Osceola Avenue, Inverness, Florida, 34450.

REGISTERED AGENT AND OFFICE

The name of the limited liability company's registered agent, whose Consent to Appointment as Registered Agent is included with these articles, is Michael T. Kovach, Jr., Esquire of The Law Offices of KOVACH, KOVACH & RODRIGUEZ and the address of the registered office within this state is 106 North Osceola Avenue, Inverness, Florida, 34450.

ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to this limited liability company only upon such terms as are unanimously agreed to by all members in the Operating Agreement.

MANAGEMENT

The business of the limited liability company shall be conducted under the exclusive management of its members who shall vote according to their proportionate interest in their company in all matters. Members cannot enter into a business dissolution consent agreement. The names and addresses of the members of the limited liability company are:

KOVACH, KOVACH & RODRIGUEZ
ATTORNEYS AT LAW
106 N. Osceola Avenue
Inverness, FL 34450
(352) 344-5551

05 MAY 26 PM 2:49

FILED

MICHAEL T. KOVACH, JR. 106 NORTH OSCEOLA AVENUE, INVERNESS, FL 34450

BART C. BENNETT 8614 E. AQUARIUS DRIVE, INVERNESS, FL 34450

MARK R. ROGERS 831 SWEET PINE POINT, INVERNESS, FL 34452

ORGANIZER

The name and address of each organizer of this limited liability company is:

MICHAEL T. KOVACH, JR. 106 NORTH OSCEOLA AVE. INVERNESS, FL 34450

LIABILITY

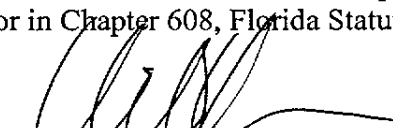
The members shall not be liable for the debts and obligations of the limited liability company.

IN WITNESS WHEREOF, and with the power and authority that has been vested in me, these articles have been subscribed this 25 day of May 2005, by the undersigned who affirms that the statements made herein are true under the penalties of perjury.


MICHAEL T. KOVACH, JR., Esq.

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I Michael T. Kovach, Jr. of the Law Offices of KOVACH, KOVACH & RODRIGUEZ, 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 this 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.


MICHAEL T. KOVACH, JR., Esq.
Registered Agent

KOVACH, KOVACH & RODRIGUEZ
ATTORNEYS AT LAW
106 N. Osceola Avenue
Inverness, FL 34450
(352) 344-5551