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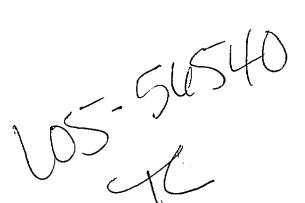
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ROBERT BRODY, P. A.

Attorney at Law

THE GALLERIA INTERNATIONAL BUILDING 301 CLEMATIS STREET

SUITE 201

WEST PALM BEACH, FLORIDA 33401-4601

TELEPHONE (561) 684-9100

FACSIMILE (561) 296-6699

May 27, 2005

VIA OVERNIGHT COURIER

Telephone Number for Overnight (850) 245-6052

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

Re:

TEDDY TOO LLC

Dear Sir_or Madam:

Enclosed please find an original and duplicate of Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for the above referenced limited liability company together with our check in the amount of \$125.00 representing the filing fees. Please return the duplicate to me showing the file stamped copy.

Thank you for your prompt attention.

Very truly yours,

Robert Brody

RB/deb Enclosures

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ARTICLES OF ORGANIZATION FOR

TEDDY TOO LLC

A Florida Limited Liability Company

ARTICLE I - Name The name of the Limited Liability Company is:

TEDDY TOO LLC

ARTICLE II - Address

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

c/o Michael Torbin 185 Ridge Road Jupiter, FL 33477

ARTICLE III - Registered Agent
The name and the Florida street address of the of the initial registered agent are:

Michael Torbin 185 Ridge Road Jupiter, FL 33477

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 in Chapter 608, Florida Statutes.

(Registered Agent's Signature)

ARTICLE IV - Management

The Limited Liability Company is to be managed by one or more managers and is to be a manager-managed company.

(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).

Michael Torbin

(Typed or printed name of signee)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA

1. The name of the limited liability Company is:

TEDDY TOO LLC

2. The name and address of the registered agent and office is:

Michael Torbin 185 Ridge Road Jupiter, FL 33477

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 in Chapter 608, Florida Statutes.

(Signature) (D