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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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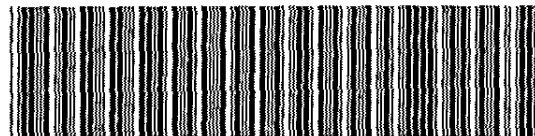
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05 JUN 10 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sp

TERRY A. BROOKS, P.A.

Attorney at Law
2110 East Robinson Street
Orlando, Florida 32803
(407) 895-1981
Telecopier (407) 895-1984

June 9, 2005

Department of State
Director of Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

Re: OTS INVESTMENTS, LLC

To Whom It May Concern:

I enclose herewith for filing a copy of the Articles of Organization of OTS INVESTMENTS, LLC, a certificate designating the registered office and registered agent for the purposes of service of process upon said limited liability company, and an acknowledgment by the registered agent.

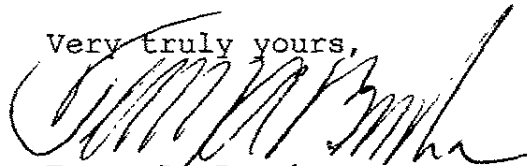
Also enclosed herewith please find my check in the amount of \$155.00 for the following costs:

Registered Agent Fee	\$ 25.00
Certification of copy of Articles of Organization	30.00
Filing Fee	<u>100.00</u>
TOTAL	\$155.00

Please send the Certificate of Organization to my office by Federal Express. I have enclosed a prepared airbill for your convenience.

Your prompt attention to this matter is appreciated. If I can be of further assistance, please don't hesitate to contact me.

Very truly yours,


Terry A. Brooks

TAB/clf/mts.ltr
Enclosures

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ARTICLES OF ORGANIZATION

OF

OTS INVESTMENTS, LLC

For the purpose of organizing a Limited Liability Company, pursuant to Chapter 608, Florida Statutes, the undersigned submits the following Articles of Organization:

1. The name of the Limited Liability Company shall be

OTS INVESTMENTS, LLC

2. The duration of the Limited Liability Company shall be perpetual.

3. The mailing address and street address of the principal office of the Limited Liability Company is 7769 Snowberry Circle, Orlando, Florida 32819.

4. The initial Registered Agent of the Limited Liability Company is Steven Goldhersz, whose address is 7769 Snowberry Circle, Orlando, Florida 32819.

5. The initial members of the Limited Liability Company are:

Steven Goldhersz
Linda M. Goldhersz

Additional members may be admitted to the Limited Liability Company only upon the unanimous consent of the existing members.

6. In the event of the death, retirement, resignation, expulsion, or bankruptcy (defined as the filing of any Petition for Bankruptcy in the appropriate court of jurisdiction, either voluntary or involuntary) of a member, the remaining member or members of the Limited Liability Company shall have the right to continue the operation of the business and of the Limited Liability

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Company. A member may be expelled only upon the unanimous consent of every other member, and in no event shall take place as a result of the vote of fewer than two (2) members of the Limited Liability Company.

7. The management of the Limited Liability Company shall be vested in a manager, and the Company shall be a manager-managed company. Any matters relating to the business of the Company may be exclusively decided by the manager. The manager of the Limited Liability Company must be elected by a vote, approval, or consent of a majority-in-interest of the members, and shall hold office until a successor has been elected and qualified, unless the manager sooner resigns or is removed. The manager may also hold such offices and have such other responsibilities accorded to the manager by the members set out in the Operating Agreement of the Limited Liability Company.

8. The contribution to capital of a member may be in cash, property, or services rendered, or a promissory note or other obligation to contribute cash or property or to perform services.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization this 9th day of JUNE, 2005.


STEVEN GOLDHERSZ

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared Steven Goldhersz, who produced 6436780-57-309-0

as identification, who deposed and said that he is the person described as the subscriber in and who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed his name to these Articles of Organization.

WITNESS my hand and seal this 9 day of June, 2005.


Notary Public

My Commission Expires: 8-13-06

NOTARIAL
SEAL

ACCEPTANCE BY REGISTERED AGENT



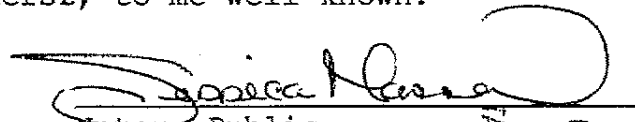
Jessica Mannah
My Commission DD133294
Expires August 13, 2006

I, Steven Goldhersh, agree to accept the designation of Registered Agent for OTS INVESTMENTS, LLC, and as such Registered Agent, I agree to accept Service of Process and to comply with all other requirements of Florida Statutes, Chapter 608, which apply to my capacity as Registered Agent.

DATED this 9 day of June, 2005.


STEVEN GOLDHERSZ

Sworn to and subscribed before me this 9 day of June, 2005, by Steven Goldhersh, to me well known.


Notary Public

My Commission Expires

NOTARIAL SEAL

clf/OTS.art

