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Florida Department of State
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M. HODGES

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : STEPHEN C SULLIVAN, P.L.
Account Number : 120050000037
Phone : (813) 936-8881
Fax Number : (813) 990-8882

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Up Hooks, LLC

Certificate of Status	0
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Page Count	04
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

The undersigned authorized representative, desiring to form a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act, hereby submits, and files with the Florida Department of State, these Articles of Organization.

ARTICLE I - Name

The name of the limited liability company created hereby ("the Company") is: **UP HOOKS, LLC**

ARTICLE II - Purpose

The Company's purpose shall be to engage in any lawful business activity. The Company shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, all powers permitted by the Florida Limited Liability Company Act.

ARTICLE III - Address

The mailing address and street address of the principal office of the Company shall both be:

116 Ave. B SE
Winter Haven, Florida 33880

ARTICLE IV - Duration

The existence of the Company shall commence on July 13, 2005 and shall thereafter be perpetual, unless dissolution or conversion occurs according to law.

ARTICLE V - Management

The Company shall be managed by its Members. The Company's initial Member shall be:

Margaret Pickett
116 Ave. B SE
Winter Haven, Florida 33880

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ARTICLE VI - Membership Units

The total number of membership units authorized to be issued by the Company shall be 10,000 units. Each of the said units shall entitle the holder thereof to one (1) vote at any meeting of the members. All or any part of said units may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Managers of the Company at a meeting called for such purposes. All membership units then issued shall be paid for and shall be nonassessable.

ARTICLE VII - Ownership

The initial members of the Company and their ownership interest therein shall be as set forth in the Operating Agreement of the Company.

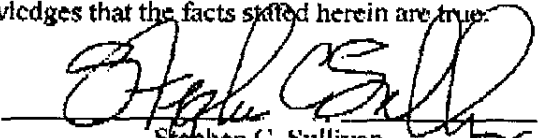
ARTICLE VIII - Admission of Additional Members

Additional members may be admitted to the Company in accordance with the terms and provisions of the Operating Agreement of the Company.

ARTICLE IX - Registered Office and Agent

The address of the initial registered office of the Company in the State of Florida is 116 Ave. D SE, Winter Haven, Florida 33880, and the name of the registered agent at such address is Margaret Pickett.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization, and hereby acknowledges that the facts stated herein are true.


Stephen C. Sullivan

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Registered Agent

Having been named as registered agent and to accept service of process for the above named 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 for in Chapter 608, Florida Statutes.

Print Name: Margaret Pickett

Signature: Margaret Pickett

Date: 7-6-05