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EFFECTIVE DATE
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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Osprey Fund LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Osprey Fund LLC

Article II. Address

The Company's street and mailing address is:
Osprey Fund LLC
1710 Challen Ave.
Jacksonville FL 32202 USA

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Boyd & Jenerette, P.A. c/o: Glen McClary
201 North Hogan Street
Suite 400
Jacksonville FL 32202

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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Glen McClary | FL Bar Member 0961477
1710 Challen Ave.
Jacksonville FL 32205
904-353-6241

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

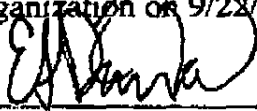
This will be a manager-managed company. The name and address of each manager is:

GLEN MCCLARY
1710 Challen Ave. Jacksonville FL 32202
CHRIS BROWN
1710 Challen Ave. Jacksonville FL 32202

Article VII. Company Existence

The Company's existence shall begin effective as of 9/22/2005.

The undersigned authorized representative of a member executed these Articles of Organization on 9/22/2005.



GLEN MCCLARY

by E.S. Davila as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

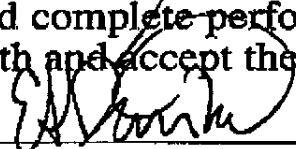
LIMITED LIABILITY COMPANY:

Osprey Fund LLC

REGISTERED AGENT/OFFICE:

Boyd & Jenerette, P.A. c/o: Glen McClary
201 North Hogan Street
Suite 400
Jacksonville FL 32202

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



BOYD & JENERETTE, P.A. C/O: GLEN MCCLARY
by E.S. Davila as attorney-in-fact

Date: 9/22/2005.

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