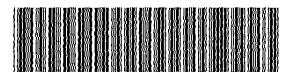
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## CAPITAL CONNECTION, INC.

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BTD Partners LLC	PARTON STATE
	Art of Inc. File  LTD Partnership File  Foreign Corp. File  L.C. File
	Fictitious Name File  Trade/Service Mark
	Merger File Art. of Amend. File RA Resignation
	Dissolution / Withdrawal Annual Report / Reinstatement
	Cert. Copy  Photo Copy  Certificate of Good Standing
	Certificate of Status  Certificate of Fictitious Name
	Corp Record Search  Officer Search  Fictitious Search
Signature	Fictitious Owner Search  Vehicle Search
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Courier\_

#### Articles of Organization

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For

# BTD PARTNERS, LLC (A Limited Liability Company)

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

- 1. Name. The name of this company shall be: BTD PARTNERS, LLC
- 2. Duration/Continuation. The period of this company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or as provided in the company's Operating Agreement.
  - 3. The mailing address is 3032 W. Bearss Avenue, Tampa, Florida 33618.
- 4. Registered Agent and Office. The name and street address of the initial registered agent and office for this company are as follows: Devin Cahn, 3032 W. Bearss Avenue, Tampa, Florida 33618.
  - 5. Management of Company.

The business of the Company shall be managed by the Members. The names and addresses of the Managerial Members are:

Terry Van Atwater II PO Box 303 Harrison, OH. 45030

Devin Cahn 6352 W MacLaurin Dr Tampa Fla 33647

Barry Handwerker 750 Prarie Rd. Glencoe Illinois 60053

The Managerial Members shall have authority to act on behalf of the Company as set forth in the Operating Agreement.

#### 6. Amendment of Articles of Organization.

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the Member to be added.

#### 7. Regulations of Company.

The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Manager(s) of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new regulations may be adopted by the Members, and the Members may prescribe in any regulations made by them that such regulations may not be altered, amended or repealed by the Managers without unanimous Member consent. Members may also enter into such agreements relating to the company, including an Operating Agreement, as Members deem necessary and appropriate.

#### 8. Informal Action of Members.

Any action of the Members may be taken without a meeting if consent in writing setting forth and authorizing the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

#### 9. Transferability of Member's Interest.

An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand this day of January, 2006.

Devin Cahn

#### CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 608, Florida Statutes, the following is submitted in compliance with said Act:

That BTD PARTNERS, LLC desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, at 3032 W. Bearss Avenue, Tampa, Florida 33618, has named Devin Cahn, located at 3032 W. Bearss Avenue, Tampa, Florida 33618, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: Having been appointed registered agent, I acknowledge that I am familiar with and accept the obligations as registered agent as designated in Chapter 608, Fla. Stat.

Bv:

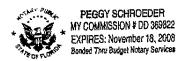
Devin Cahn, Registered Agent

Date: January 29, 2006

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Devin Cahn, who executed the foregoing Certificate, and he acknowledged before me that he executed the Certificate. He is (\_) personally known to me or (X) produced brune LIC as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this \_\_\_\_\_\_ day of January, 2006.



NOTARY PUBLIC, STATE OF FLORIDA
Print Name: PESSY SCHROEDER

My Commission Expires:

### STATE OF FLORIDA COUNTY OF HILLSBOROUGH

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this \_22 day of January, 2006.



NOTARY PUBLIC, STATE OF FLORIDA

Print Name: PEGG9 8CH1

My Commission Expires: