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LAMONT & AUCHAMPAU, P.A. Attorneys at Law

David A. Lamont, Esq. Michael C. Auchampau, Esq.* <u>*Also admitted in Texas</u> Yohama C. Gould, Esq.

February 2, 2006

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32314

Re: COULDN'T LOSE THAT MILLION DOLLAR PARKING SPACE BLUES, E

Dear Sir/Madam:

- .-

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Enclosed are two original copies of the executed Articles of Organization for the abovereferenced Limited Liability Company. Please endorse your approval of the Articles on the duplicate original copy provided and return same.

A check in the amount of \$125.00 is enclosed to cover the Registered Agent fee and the filing fee.

If you find any problems with the enclosed documents or require additional information, please contact the undersigned by telephone rather than returning any documents.

Michael Auchampau

MCA/ssv enclosures: as stated

P.O. Box 6026 Clearwater, FL 33758 Telephone 727/772-7344 Fax 727/771-0841

ARTICLES OF ORGANIZATION OF COULDN'T LOSE THAT MILLION DOLLAR PARKING SPACE BLUES, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is COULDN'T LOSE THAT MILLION DOLLAR PARKING SPACE BLUES, LLC

ARTICLE II — Address:

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

Mailing Address COULDN'T LOSE THAT MILLION DOLLAR PARKING SPACE BLUES, LLC P.O. Box 4699 Clearwater, FL 33758

> Street Address 3040 Gulf to Bay Blvd Clearwater, FL 33759

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV — Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

Michael C. Auchampau 3040 Gulf to Bay Blvd. Clearwater, FL, 33759

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 for in Chapter 608, F.S. //

Registered Agent's Signature

ARTICLE V - Limitation on Agency Authority of Members

A. 14

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE VI — Management:

The Limited Liability Company shall be managed by a Manager, who may, but need not be, 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. $4 \land \frown$

Michael C. Auchampau, Esq. As authorized representative of Couldn't Lose That Million Dollar Parking Space Blues, LLC

