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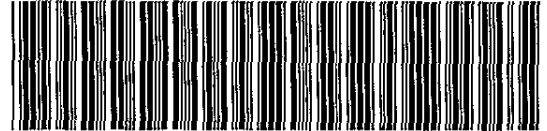
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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March 29, 2006

Registration Section
Division of Corporations
Florida Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

Re: American Balloons, L.L.C.

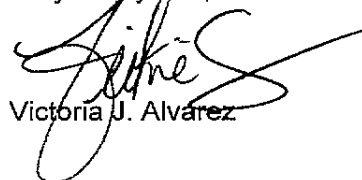
Dear Secretary of State:

Enclosed for filing are **two (2) originals** of the Articles of Organization of American Balloons, L.L.C. and Statement of Registered Agent and Registered Office.

Also enclosed is check number 5417 in the amount of \$155.00, representing your filing fee of \$125.00 and \$30.00 for a certified copy. Please return the certified copy of the Articles of Organization to the undersigned in the stamped self-addressed envelope enclosed for your convenience.

If you have any questions, please feel free to call.

Very truly yours,


Victoria J. Alvarez

VJA:dm
Enclosures
cc: Mr. Tommy H. Warren, Jr. (w/ enc)

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APR 4 2006
TALLAHASSEE
FLORIDA
SECRETARY OF STATE

ARTICLES OF ORGANIZATION

OF

AMERICAN BALLOONS, L.L.C.

The undersigned hereby certifies that the members named herein have associated together for the purpose of becoming a Limited Liability Company under Chapter 608, Florida Statutes (the Florida Limited Liability Company Act), providing for the formation, rights, privileges and immunities of limited liability companies for profit and the following Articles of Organization are hereby adopted.

ARTICLE I.

NAME

The name of the limited liability company (the "Company") shall be **AMERICAN BALLOONS, L.L.C..**

ARTICLE II.

MAILING AND STREET ADDRESS

The mailing and street address of the Company is **22927 Bradenwood Drive, Land O'Lakes, Florida 34634.**

ARTICLE III.

DURATION; EFFECTIVE DATE

This Company shall exist for a period commencing upon and as of the date on which these Articles of Organization are filed by the Department of State and shall continue in perpetuity.

ARTICLE IV.

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Company is **22927 Bradenwood Drive, Land O'Lakes, Florida 34634**, and the name of its initial registered agent at such address is **TOMMY H. WARREN, JR..**

ARTICLE V.

PURPOSE

This Company is organized for the purpose or purposes of engaging in any activity within the purposes for which a limited liability company may be formed under the Florida Limited Liability Company Act, including matters incidental or pertaining to, or connected with, such purposes, provided the same shall not be inconsistent with the laws of the State of Florida.

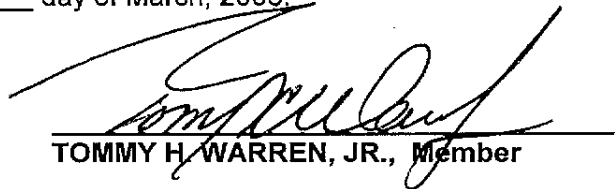
ARTICLE VI.
OPERATING AGREEMENT

The members of the Company shall have the right to enter into an Operating Agreement which may contain any provisions for the regulation and management of the affairs of the Company that are not inconsistent with applicable law or these Articles of Organization.

ARTICLE VII.
AMENDMENT

These Articles of Organization may be amended by a vote of members representing **more than fifty percent (50%)** of the ownership interests in the Company.

Executed by the undersigned on the 29th day of March, 2006.



TOMMY H. WARREN, JR., Member

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TALLAHASSEE, FLORIDA


**STATEMENT OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, **AMERICAN BALLOONS, L.L.C.**, a limited liability company organized under the laws of the State of Florida, submits the following statement to designate its Registered Agent and Registered Office in the State of Florida.

The name and address of the Registered Agent and Registered Office are:

**TOMMY H. WARREN, JR.
22927 Bradenwood Drive
Land O'Lakes, Florida 34634**

Having been named as Registered Agent and to accept service of process for **AMERICAN BALLOONS, L.L.C.** in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as Registered Agent. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.



TOMMY H. WARREN, JR.
Date: March 29th, 2006

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TALLAHASSEE, FLORIDA