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(Requestor's Name)

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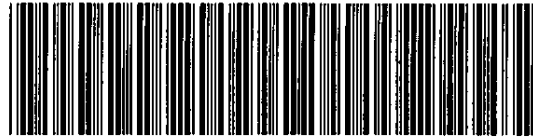
(Business Entity Name)

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McCLAIN & ALFONSO

A PROFESSIONAL ASSOCIATION

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38416 FIFTH AVENUE, ZEPHYRHILLS, FLORIDA 33542
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Dade City

REPLY TO: _____

June 2, 2006

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

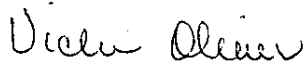
RE: FONDER PRODUCTIONS, LLC

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization and the Certificate of Designation of Registered Agent/Registered Office regarding the above referenced matter. I have also enclosed a check in the amount of \$125.00 representing the filing fee.

Should you have any questions or need further information, please do not hesitate to call my office.

Sincerely,


Vicki Oliver, Assistant to
R. Elliott Dunn, Jr.

Enc. as indicated

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ARTICLES OF ORGANIZATION

OF

FONDER PRODUCTONS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I-NAME

The name of the limited liability company shall be **FONDER PRODUCTIONS, LLC** ("Company").

ARTICLE II-ADDRESS

The mailing address and street address of the principal office of the company is 36645 Sunshine Road, Zephyrhills, Florida 33541.

ARTICLE III-DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV-REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are, TROY FONDER, 36645 Sunshine Road, Zephyrhills, Florida 33541.

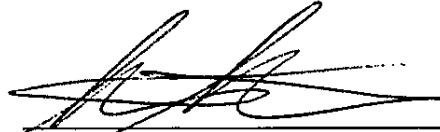
ARTICLE V-MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and addresses of the members of the company are:

TROY FONDER

36645 Sunshine Road, Zephyrhills, Florida 33541

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Dade City, Pasco County, Florida, in this 1st day of June, 2006.



TROY FONDER

Sworn to and subscribed before me on this 1ST day of June, 2006, by TROY FONDER who produced a Florida Driver's License as identification.

{SEAL}



Notary Public State of Florida



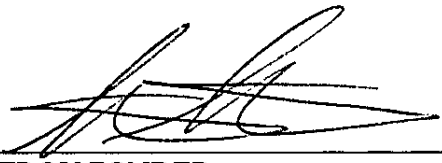
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Under the provision of F.S. 608.415 or 608.507, **FONDER PRODUCTIONS, LLC**, Limited Liability Company, submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is **FONDER PRODUCTIONS, LLC**.
2. The name and street address of the registered agent in Florida are:

TROY FONDER
36646 Sunshine Road
Zephyrhills, Florida 33541

The undersigned, being the person named in the articles of organization of **FONDER PRODUCTIONS, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all status relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



TROY FONDER
Registered Agent

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