

DEC-27-2006

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Florida Department of State
Division of Corporations
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Five Kids Manager, LLC

Certificate of Status	1
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W06-122601
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December 27, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

JOSEPH BALOCCO, P.A.

SUBJECT: FIVE KIDS MANAGER, LLC
REF: W06000055130

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

On the certificate of designation of registered agent the name of registered agent must be listed.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
FIVE KIDS MANAGER, LLC**

ARTICLE I - NAME:

The name of the Limited Liability Company is: Five Kids Manager, LLC

ARTICLE II - ADDRESS:

The mailing address and the street address of the principal office of the Limited Liability Company is 108 SE 8th Avenue, Suite 116, Fort Lauderdale, Florida 33301.

ARTICLE III - DURATION:

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

ARTICLE IV- MANAGEMENT:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Name

Address

Hugh Anderson

108 SE 8th Avenue
Suite 116
Fort Lauderdale, FL 33301

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be conditioned upon the unanimous consent of the members.

ARTICLE VI - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be conditioned upon the unanimous consent of the remaining members.

ARTICLE VII - PURPOSE

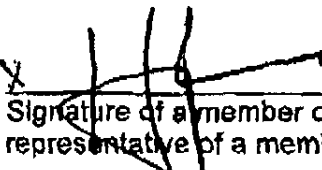
The purpose of the Company is to act as Managing Member of Five Kids, LLC and the Company shall be engaged in no other business or have any other purpose.

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IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 26 day of December, 2006.


Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Hugh Anderson
Typed or printed name of signee

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED 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: Five Kids Manager, LLC
2. The name and the Florida street address of the registered agent are:
Hugh Anderson
108 SE 8th Avenue
Suite 108
Fort Lauderdale, Florida 33301

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.


Signature - Registered Agent

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