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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Red Couch Communications, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

David A. Yergey, Jr.

(Name of Person)

Yergey and Yergey, P.A.

(Firm/Company)

211 N. Magnolia Avenue

(Address)

Orlando, Florida 32801

(City/State and Zip Code)

For further information concerning this matter, please call:

David A. Yergey, Jr.

(Name of Person)

at (407)

843-0430

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|---|---|---|---|

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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ARTICLES OF ORGANIZATION

OF

RED COUCH COMMUNICATIONS, 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, RED COUCH COMMUNICATIONS, LLC, ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 720 Centervale Drive, Celebration, Florida 34747.

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 is Emily Nicholson, 720 Centervale Drive, Celebration, Florida 34747.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company cash or

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property.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transfer shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

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ARTICLE VIII - MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority vote of the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations

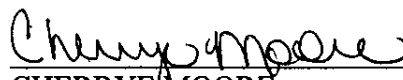
may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial managers of the company are:

Emily Nicholson
720 Centervale Drive
Celebration, Florida 34747

Cherrye Moore
P.O. Box 224
Village Mills, Texas 77663

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Orlando, Florida on January 29, 2007.

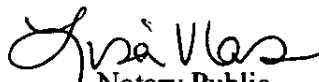

EMILY NICHOLSON


CHERRYE MOORE

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STATE OF FLORIDA
COUNTY OF ORANGE

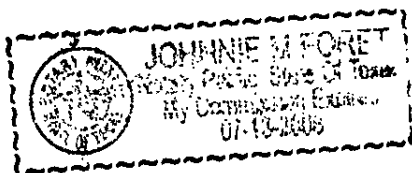
Sworn to and subscribed before me this 29th day of February, 2007 by EMILY NICHOLSON who is personally known to me OR ☒ produced FLA# N242 217 775450 as identification.


Notary Public
(Seal)

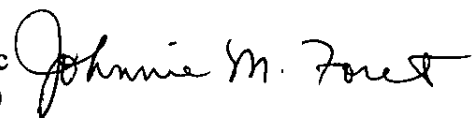


LISA VLAS
MY COMMISSION # DD 186030
EXPIRES: March 18, 2007
Bonded Thru Budget Notary Services

Sworn to and subscribed before me this 29 day of JAN, 2007 by CHERRYE MOORE who is personally known to me OR ☒ produced TPLE# 09966780 as identification.



Notary Public
(Seal)



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


Under the provisions of F.S. 608.415 or 608.507, RED COUCH COMMUNICATIONS, LLC 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 RED COUCH COMMUNICATIONS, LLC.

2. The name and address of the registered agent in Florida are:
EMILY NICHOLSON
720 CENTERVALE DRIVE
CELEBRATION, FLORIDA 34747

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The undersigned, being the person named in the articles of organization of RED COUCH COMMUNICATIONS, 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 statutes 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.



EMILY NICHOLSON
Registered Agent

3/5/07