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**Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : I20010000247
Phone : (800)494-3124
Fax Number : (305)675-2811

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DIVISION OF CORPORATIONS
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

TURTLE & BEETS LTD. CO.

Certificate of Status	0
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Florida Dept of State

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May 8, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

A 1 A CORPORATE SERVICES, INC.

SUBJECT: TURTLE & BEETS CO. LTD.
REF: W07000021956

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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.

The name of a Limited Liability Company must end with the words "Limited Company" or "Limited Liability Company" or with one of the following abbreviations Ltd. Co., LC, "L.C.," LLC, or L.L.C.

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

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

FAX Aud. #: H07000125997
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TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

H07000125997 3**ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED
LIABILITY COMPANY**

In compliance with Chapter 608, F.S.

ARTICLE I NAME

The name of the Limited Liability Company is:

TURTLE & BEETS LTD. CO.**ARTICLE II ADDRESS**

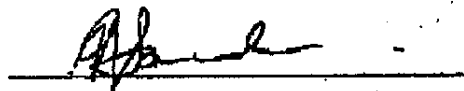
The mailing address and street address of the principal office of the Limited Liability Company is:

**12152 DIVIDING OAKS TRAIL
JACKSONVILLE FL 32223****ARTICLE III REGISTERED AGENT, REGISTERED OFFICE & REGISTERED
AGENT SIGNATURE**

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

**PHILIP ALEXANDER SAUNDERS
12152 DIVIDING OAKS TRAIL
JACKSONVILLE FL 32223**

Having been named as registered agent 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 all statutes relating to the proper and complete performance of my duties, and I am familiar with accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..



Registered Agent's signature / Philip Alexander Saunders

ARTICLE IV MANAGEMENT

The Limited Liability Company will be managed by one or more managing members and is, therefore, a Member Managed Company.

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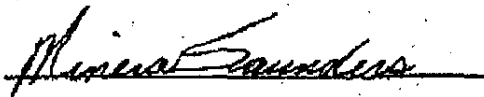
ARTICLE V

The name(s) and address(es) of the managing members of the LLC are:

Managing Member: PHILIP ALEXANDER SAUNDERS
12152 DIVIDING OAKS TRAIL
JACKSONVILLE FL 32223

Managing Member: MINERA VERONICA SAUNDERS
12152 DIVIDING OAKS TRAIL
JACKSONVILLE FL 32223

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Signature of a member or an authorized representative of 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.)

Minera Veronica Saunders
Typed or printed name of signee

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