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DIVISION OF CORPORATIONS
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MARC A. TENNEY, P.A.
ATTORNEY AT LAW

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June 12, 2007

Florida Department of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

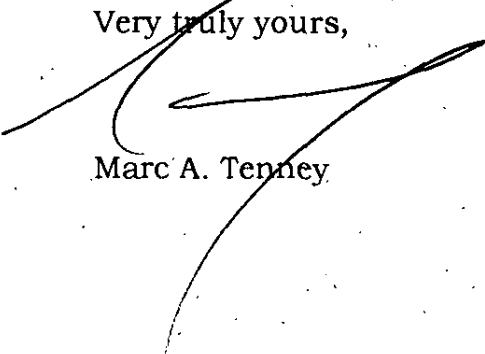
In re: KOOL KAT, LLC

Dear Sir:

Enclosed please find original and one copy of ARTICLES OF ORGANIZATION and CERTIFICATE OF DESIGNATION OF RESIDENT AGENT, along with a check in the amount of \$130. for the appropriate filing fee plus a copy of Certificate of Status regarding the above styled corporation.

Thank you for your cooperation and assistance in this matter.

Very truly yours,



Marc A. Tenney

MAT/pmf
Enclosures

Cc: Rick Mageluzzo

ARTICLES OF ORGANIZATION
OF
KOOL KAT, LLC

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ARTICLE I

NAME

The name of the Limited Liability Company is **KOOL KAT, LLC.**

ARTICLE II

ADDRESS

The mailing and street address of the Limited Liability Company's principal office is 5967 – 5TH Avenue So., St. Petersburg, FL 33707.

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 member(s) who is/are designated, appointed or elected to act as the managing member(s) in accordance with the Operating Agreement of the Limited Liability Company.

The managing member(s) shall carry out and further the decisions and actions made under/pursuant to the operating agreement and shall be authorized to execute any and all reports, forms, instruments, documents, papers, writing, agreements and contracts, including but not limited to deeds, bills of sale, assignments and contracts, including but


not limited to deeds, bills of sale, assignments, leases, promissory notes, mortgages and security agreements and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts and obligations of the Company are created, incurred or evidenced, that are necessary, appropriate or beneficial to carry out or further those decisions or actions.

The names and addresses of each Manager or Managing Members are as follows:

Richard J. Mageluzzo, MGRM
5967 – 5TH Avenue South
St. Petersburg, FL 33707

Breen Shrader, MGRM
12554 Capri Circle No., #5
Treasure Island, FL 33706

In accordance with F.S. 608.408(3), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


RICHARD J. MAGELUZZO, MGRM
Authorized Representative


BREEN SHRADER, MGRM
Authorized Representative

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME the undersigned authority, personally appeared
RICHARD J. MAGELUZZO and BREEN SHRADER, who have provided
FL DL for identification OR who are personally known to me

and, after being duly sworn, depose and say that they have signed the foregoing for the purposes therein contained and that the facts stated therein are true.

SWORN TO AND SUBSCRIBED before me this 12th day of June, 2007.



Priscilla M. Foley
Commission # DD613821
Expires December 2, 2010
Bonded Troy Firm - Insurance, Inc. 800-385-7019

NOTARY PUBLIC

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

**UNDER THE PROVISIONS OF F.S. 608.415, THE
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE
AND REGISTERED AGENT IN THE STATE OF FLORIDA.**

The name of the Limited Liability Company is **KOOL KAT, LLC.**

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

**RICHARD J. MAGELUZZO
5967 - 5TH Avenue So.
St. Petersburg, FL 33707**

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 property and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

KOOL KAT, LLC


**RICHARD J. MAGELUZZO
Registered Agent**