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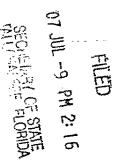
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Garry Wood

Attorney at Law

July **25**, 2007

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

Re: Hippo's Video Games, LLC

Dear Sir or Madam:

The enclosed Articles of Organization and fees are submitted for filing. Enclosed is a check for the following amount: \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed).

Please return all correspondence to the address below. If you have any questions, please do not hesitate to contact me.

Sincercly,

Enclosures

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ARTICLES OF ORGANIZATION OF HIPPO'S VIDEO GAMES, LLC

ARTICLE I - NAME

The name of the limited liability company is Hippo's Video Games, LLC, ("company").

ARTICLE II - ADDRESS

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

Principal Office Address:

Mailing Address:

107 Palm Trail East Palatka, Florida 32131 107 Palm Trail East Palatka, Florida 32131

ARTICLE III - REGISTERED AGENT,
REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

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

Garry Wood 417 St. Johns Ave. Palatka, Florida 32177

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 as provided for in Chapter 608, F.S..

Garry Wood

ARTICLE IV - MANAGERS OR MANAGING MEMBERS

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

"MGR" = Manager

"MGMR" = Managing Member

MGMR

James H. Hinkle 107 Palm Trail

East Palatka, Florida 32177

REQUIRED SIGNATURE:

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.)

James H. Hinkle

Typed or printed name of signee