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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA/FOREIGN LIMITED LIABILITY CO.
genie disc, l.l.c.

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**ARTICLES OF ORGANIZATION
OF
GENIE DISC, L.L.C.**

ARTICLE I - NAME

The name of this limited Liability Company is **GENIE DISC, L.L.C.**

ARTICLE II - DURATION

This limited Liability Company shall begin its existence commencing on the date of the filing of these articles with the Department of State and shall be perpetual in duration.

ARTICLE III - PURPOSE

This limited Liability Company may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, specifically affirming the powers set forth in Florida Statutes Section 608.404(2) and (3) relating to real, personal, legal or equitable property.

**ARTICLE IV - PLACE OF BUSINESS: NAME AND ADDRESS OF
REGISTERED AGENT**

The street address and mailing address of the principal office of this limited Liability Company shall be 9737 N.W. 65TH Place, Parkland, Florida 33076. The name and address of its initial registered agent shall be David B. Bass, 9737 N.W. 65TH Place, Parkland, Florida 33076.

**ARTICLE V - INITIAL MEMBER, ADMISSION OF NEW MEMBERS AND TERMS OF
ADMISSION**

The initial members of this Limited Liability Company are: SCOTT DENNY and DAVID B. BASS. DAVID B. BASS and SCOTT DENNY shall serve as managing members. New members of this limited Liability Company may be admitted upon unanimous vote of the existing members of this limited liability company. Each new member shall make a contribution equal to that contribution which each original member of this limited liability Company made. Each member may make additional contributions from time to time as prescribed in these Articles and the company's operating agreement.

ARTICLE VI - RIGHT OF REMAINING MEMBERS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of this limited Liability Company, the remaining members shall have the right to continue the business of this limited Liability Company.

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ARTICLE VII - MANAGEMENT OF LIMITED LIABILITY COMPANY

This limited liability company shall be managed by the managers. The names and addresses of the initial managers are DAVID B. BASS, whose address is 9737 N.W. 55th Place, Parkland, Florida 33076 and SCOTT DENNY, whose address is 3602 Dovecote Meadow Lane, Davie, Florida 33328.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization, this _____ day of July, 2007.


DAVID B. BASS
 Member/Manager


SCOTT DENNY
 Member/Manager

ACCEPTANCE BY REGISTERED AGENT

The registered agent states:

I am fully familiar with and accept the duties and responsibilities of registered agent for said limited Liability Company.

Dated this _____ day of July, 2007.


DAVID B. BASS

State of Florida)
 County of Broward) ss:

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally came, DAVID B. BASS and SCOTT DENNY known to be member/managers and DAVID B. BASS, the registered agent of the foregoing limited Liability Company and known personally by me to be the persons who executed the foregoing Articles Of Organization, and they acknowledged before me that he executed those Articles Of Organization this 6 day of July, 2007.


 Notary Public

My Commission Expires:



Patsy Weir
 Commission #DD460141
 Expires: AUG. 09, 2009
 www.AARONNOTARY.com

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