

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L08000002303
FILED 8:00 AM
January 08, 2008
Sec. Of State
Isellers

Article I

The name of the Limited Liability Company is:
UPSIDE DOWN FROWNS PHOTOGRAPHY, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
3415 SWEETGRASS CT
SPRING HILL, FL. US 34609

The mailing address of the Limited Liability Company is:
3415 SWEETGRASS CT
SPRING HILL, FL. US 34609

Article III

The purpose for which this Limited Liability Company is organized is:
FAMILY PORTRAITURE

Article IV

The name and Florida street address of the registered agent is:
AMERICAN SAFETY COUNCIL, INC.
5125 ADANSON ST.
SUITE 500
ORLANDO, FL. 32804

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.

Registered Agent Signature: LAURA REGIER

Article V

The name and address of managing members/managers are:

Title: MGRM
RENEE GUARINO
3415 SWEETGRASS CT
SPRING HILL, FL. 34609 US

L08000002303
FILED 8:00 AM
January 08, 2008
Sec. Of State
Isellers

Article VI

The effective date for this Limited Liability Company shall be:

01/08/2008

Signature of member or an authorized representative of a member

Signature: RENEE GUARINO