

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

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FILED 8:00 AM
October 16, 2008
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:

BLUESHIFT INTERACTIVE, LLC

Article II

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

2236 RIVER PARK CIRCLE
#1617
ORLANDO, FL. 32817

The mailing address of the Limited Liability Company is:

PO BOX 781913
ORLANDO, FL. 32878

Article III

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

SERVICE PROVIDER PRIMARILY IN THE FORM OF DIGITAL MEDIA,
ONLINE SERVICES, COMPUTER PROGRAMMING, AUDIO, VIDEO,
GRAPHIC ART AND ANIMATION, AND CONSULTING. PRODUCTS AND
OTHER SERVICES MAY BE SOLD AS WELL.

Article IV

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

NESTOR M MARCHANTE
2236 RIVER PARK CIRCLE
#1617
ORLANDO, FL. 32817

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: NESTOR MICHAEL MARCHANTE

Article V

The name and address of managing members/managers are:

Title: MGR
NESTOR M MARCHANTE
2236 RIVER PARK CIRCLE #1617
ORLANDO, FL. 32817

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Article VI

The effective date for this Limited Liability Company shall be:

10/16/2008

Signature of member or an authorized representative of a member

Signature: NESTOR MICHAEL MARCHANTE