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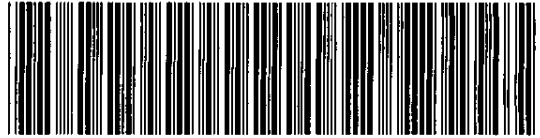
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

JAN 21 2009

EXAMINER

ATTORNEY AT LAW
ROBERT E. WIGGINS
ROBERT EDWARD WIGGINS, P.A.

13799 PARK BOULEVARD N. #254
SEMINOLE, FLORIDA 33776-3402

EMAIL: bob@rewentertainmentlaw.com

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FAX: (727) 213-6780

January 15, 2009

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

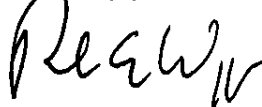
RE: PANGAEA HOLDINGS LLC
Articles of Organization

Dear Sirs:

Enclosed please find the original Articles of Organization of PANGAEA HOLDINGS LLC. Also enclosed is a check in the amount of One Hundred Twenty Five Dollars (\$125.00) for the filing fee.

Thank you and if you have any questions, please do not hesitate to contact me.

Sincerely yours,



ROBERT E. WIGGINS

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Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

PANGAEA HOLDINGS LLC

ARTICLE I

NAME

The name of this Florida limited liability company is PANGAEA HOLDINGS LLC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Florida limited liability company and mailing address is:

520 N.W. 165 Street
Suite #107
North Miami Beach, Florida 33169

ARTICLE III

TERM

The term of existence of this Florida limited liability company is perpetual.

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ARTICLE IV

PURPOSE

This Florida limited liability company is organized to transact any and all lawful business for which limited liability companies may be organized under Florida Statutes.

ARTICLE V
TRANSFERABILITY OF MEMBERSHIP INTERESTS

No members shall have the right to assign their membership interests in the limited liability company without the written agreement of all of the membership interests unless otherwise provided in the limited liability company's *Operating Agreement*. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the limited liability company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE VI.
MANAGEMENT

This will be a member-managed company, managed by the members listed below.

The name and address of each member is:

WILLIAM R. COLON

520 N.W. 165 Street
Suite #107
North Miami Beach, Florida 33169

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ARTICLE VII

REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this Florida limited liability company is as follows:

Registered Agent:

ROBERT E. WIGGINS

Office of Florida Limited Liability Company:

13799 Park Boulevard N. #254
Seminole, Florida 33776-3402

ARTICLE VIII

INDEMNIFICATION

Every member of this Florida limited liability company, and the member company's manager serving this Florida limited liability company at its request, shall be indemnified by this Florida limited liability company against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a manager of this Florida limited liability company, or by reason of his serving or having served this Florida limited liability company at its request, whether or not he is a manager or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the manager is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the members approve such settlement and reimbursement as being in the best interests of this Florida limited liability company. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

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ARTICLE IX

EXISTENCE

The Florida limited liability company's existence shall begin effective as of the date of filing these Articles of Organization.

ARTICLE X

SUBSCRIBER

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TALLAHASSEE, FLORIDA

The name and address of the authorized Subscriber to these Articles of Organization is as follows:

NAME

ADDRESS

ROBERT E. WIGGINS

13799 Park Boulevard N. #254
Seminole, Florida 33776-3402

IN WITNESS WHEREOF, the Subscriber has hereunto affixed his signature on this 15th day of January 2009.


ROBERT E. WIGGINS

**CERTIFICATE OF ACCEPTANCE
OF REGISTERED AGENT**

I, ROBERT E. WIGGINS, as Registered Agent for PANGAEA HOLDINGS LLC do hereby agree to accept Service of Process on behalf of the Florida limited liability company, to keep my office located at 13799 Park Boulevard N. #254, Seminole, Florida 33776-3402 open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law.

DATED: January 15 2009.



ROBERT E. WIGGINS
Registered Agent

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