

L 99000005477

David L. Hancock

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August 26, 1999

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

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****285.00 ****285.00

RE: Global Information Providers, L.L.C.

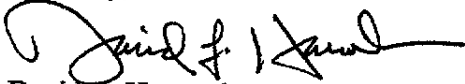
Dear Sir or Madam:

L99-5477

Please accept for filing the enclosed Articles of Organization, Affidavit of Membership and Contributions, and Certificate of Designation and Acceptance of Resident Agent of the captioned organization. Also enclosed is the required true copy of each instrument and your combined filing fee of \$285.00.

Thank you and please let me know if you need anything further.

Sincerely,



David L. Hancock

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TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
OF
GLOBAL INFORMATION PROVIDERS, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Global Information Providers, L.L.C. (hereinafter referred to as "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 2667 S.W. Port St. Lucie Blvd., Port St. Lucie, Florida 34953.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida shall be Michael J. Gegelman, 2667 S.W. Port St. Lucie Blvd., Port St. Lucie, Florida 34953.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company cash in the amount of \$1,000.00 and property having the value of \$25,000.00.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

David L. Hancock, Esq.
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ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the bylaws or regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

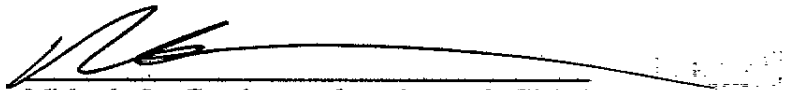
ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company unless the business of the Company is continued by the consent of all the remaining members.

ARTICLE IX -- MANAGEMENT

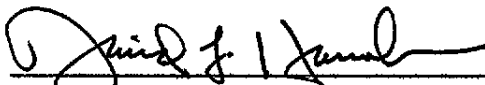
The company shall be managed by a manager in accordance with the bylaws or regulations adopted by the members for the management of the business and affairs of the Company. These bylaws or regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is Michael J. Gегelman, 1110 S.E. Strathmore Drive, Port St. Lucie, Florida 34952.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Port St. Lucie, Florida, on August 26, 1999.


Michael J. Gегelman, Organizer of Global Information Providers, L.L.C.

STATE OF FLORIDA
COUNTY OF ST. LUCIE

Sworn to and subscribed before me this 26th day of August, 1999 by Michael J. Gегelman who is personally known to me.


David L. Hancock, Notary Public
(Seal)

David L. Hancock, Esq.
Florida Bar No.: 123609
310 W. First Street
Stuart, Florida 34994
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Global Information Providers, L.L.C., deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the members is \$1,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$25,000.00. The property contributed is customer or agent information and lists.
4. The total amount of cash or property anticipated to be contributed by the members is \$26,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER.

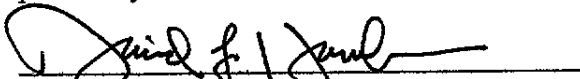
Dated: August 26, 1999



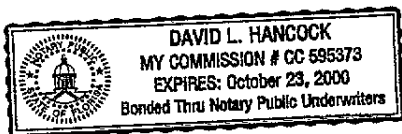
Michael J. Gogelman, Affiant

(In accordance with Florida Statutes, 608.408(3), the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Sworn to and subscribed before me this 26th day of August, 1999 by Michael J. Gogelman who is personally known to me.



David L. Hancock, Notary Public
(Seal)



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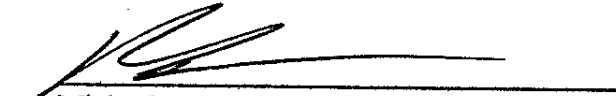
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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED
OFFICE AND ACCEPTANCE OF REGISTERED AGENT**

Under the provisions of Florida Statutes, Chapter 608, Global Information Providers, L.L.C., a Florida limited liability company, submits the following statement to designate a registered agent and registered office in the State of Florida:

1. The name of the limited liability company is Global Information Providers, L.L.C.
2. The name of the registered agent is Michael J. Gegelman.
3. The registered office is 2667 S.W. Port St. Lucie Blvd., Port St. Lucie, Florida 34953.

The undersigned, being the person named in the Articles of Organization of Global Information Providers, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


Michael J. Gegelman, Registered Agent

Dated: August 26, 1999

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