

JAN-04-00 TUE 02:30 PM

FAX NO.

P. 02

Division of Corporations

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Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

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LIMITED LIABILITY COMPANY

ONLINE VENTURE PARTNERS, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03 2
Estimated Charge	\$160.00

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01/04/00 12:11 P1 Dept of State

FAX NO.

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P. 01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 4, 2000

EDWARDS & ANGELL

SUBJECT: ONLINE VENTURE PARTNERS, LLC
REF: W00000000191

RECEIVED
00 JAN -4 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

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Attached

Division of Corporations - P.O. BOX 6827 -Tallahassee, Florida 32314

(H000000003004)

ARTICLES OF ORGANIZATION
OF
ONLINE VENTURE PARTNERS, LLC

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Limited Liability Company shall be Online Venture Partners, LLC.

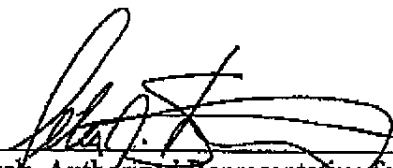
ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 11300 US Highway One, Suite 400, N. Palm Beach, Florida 33408.

The street address of the initial registered office of the corporation is 250 Royal Palm Way, Suite 300, Palm Beach, Florida 33480, and the name of the initial registered agent of the Limited Liability Company at that address is Angell Corporate Services, Inc.

ARTICLE III. TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually.



Peter J. Sheptak, Authorized Representative for Joshua Konigsberg, Member
Signature of a member or authorized representative of a member.

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

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is ONLINE VENTURE PARTNERS, LLC.
2. The name and address of the registered agent and office is:


Angell Corporate Services, Inc.
250 Royal Palm Way, Suite 300
Palm Beach, FL 33480

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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, the undersigned hereby accepts the appointment as registered agent and agree 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 its duties, and is familiar with and accepts the obligations of its position as registered agent.

Angell Corporate Services, Inc.

By:


Jonathan E. Cole, President

January 4, 2000

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