



THE UNITED STATES
CORPORATION
COMPANY

L00000000581

ACCOUNT NO. : 072100000032

REFERENCE : 552669 81444A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 14, 2000

ORDER TIME : 2:23 PM

ORDER NO. : 552669-005

CUSTOMER NO: 81444A

CUSTOMER: Ms. Mary Donehower
PATTERSON BOND & LATSHAW, P.A.
PATTERSON BOND & LATSHAW, P.A.
Suite A
3010 S. Third Street
Jacksonville, FL 32250

DOMESTIC FILING

NAME: FCOL, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

00 JAN 14 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

500003099735-2
-01/18/00-01002-007
****30.00 ****30.00

500003099735-2
-01/18/00-01002-008
****125.00 ****125.00

RECEIVED
00 JAN 14 PM 3:20
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

JP
F-14-00

**ARTICLES OF ORGANIZATION
OF
FCOL, LLC**

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

ARTICLE I

NAME

The name of the limited liability company shall be FCOL, LLC ("Company"). The principal place of business of the Company in Florida shall be 6800 Southpoint Parkway, Suite 902, Jacksonville, FL 32216. The mailing address of the business shall be: 6800 Southpoint Parkway, Suite 902, Jacksonville, FL 32216.

ARTICLE II

DURATION

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

ARTICLE III

PURPOSES AND POWERS

The general purpose for which the Company is formed is for the retail and wholesale sale of internet services, online time, e-commerce and other internet merchandise and the transactions contemplated thereby and engaging in incidental activities in connection therewith and such other powers as are lawful under the state of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is John H. Latshaw, Jr., Esquire, Patterson, Bond & Latshaw, P.A., 3010 South Third Street, Jacksonville Beach, Florida 32250.

APPROVED
AND
FILED
00 JAN 14 PM 3:51
CLERK OF STATE
TALLAHASSEE FLORIDA

ARTICLE IX

MANAGEMENT (MANAGEMENT BY A MANAGER)

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions 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 manager of the Company is:

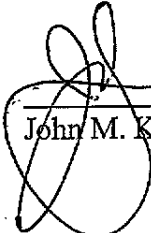
NAME

ADDRESS

John M. Kozik

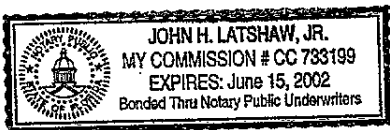
6800 Southpoint Parkway, Suite 902
Jacksonville, FL 32216

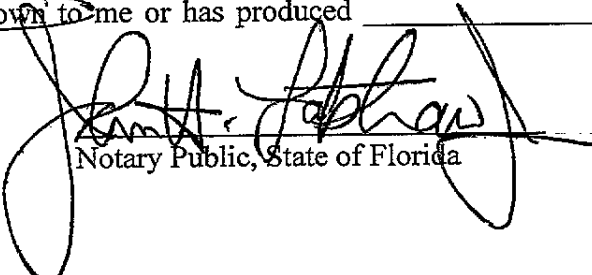
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Florida, for the foregoing uses and purposes this 13th day of January, 2000.


John M. Kozik, Managing Member

STATE OF FLORIDA
COUNTY OF DUVAL

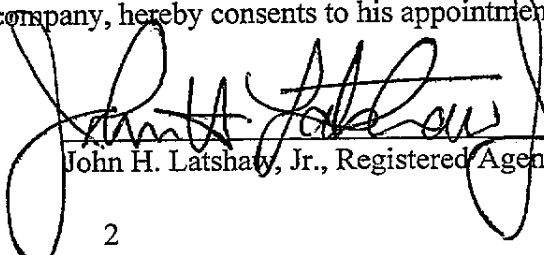
The foregoing instrument was acknowledged before me this 13th day of January, 2000, by John M. Kozik. He is personally known to me or has produced _____ as identification.




Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of FCOL, LLC, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.


John H. Latshaw, Jr., Registered Agent

00 JAN 14 PM 3:51
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STATE
CLERK
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