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LAW OFFICES
STEPHEN J. SIMMONS
PROFESSIONAL ASSOCIATION
321 SOUTHEAST 15TH AVENUE
FORT LAUDERDALE, FLORIDA 33301

STEPHEN J. SIMMONS
TIMOTHY F. MALIN

TELEPHONE (954) 467-2000
TELECOPIER (954) 467-2306

MAILING ADDRESS
POST OFFICE BOX 2427
FORT LAUDERDALE, FLORIDA 33303

January 11, 2000

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

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Re: Articles of Organization of GC'S OFFICE SOLUTIONS, LLC
Our File No. 99-1062


Gentlemen and/or Ladies:

This firm represents GC's Office Solutions, LLC. Enclosed please find the original and two copies of the Articles of Organization of GC's Office Solutions, LLC., which include the Designation of Registered Agent, along with our client's check in the amount of \$160.00, representing the filing fee and the cost of a Certified Copy of the Record and a Certificate of Status.

Please cause the Articles of Organization to be filed and provide the undersigned with a certified copy of the same and a Certificate of Status.

Should you have any questions or need anything further, please contact the undersigned at the above-referenced address and/or telephone number. I thank you for your assistance in this matter.

Very truly yours,


Stephen J. Simmons
For the Firm

SJS/pvp
Enclosures

cc: client

00 JAN 13 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

GC's OFFICE SOLUTIONS, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - NAME

The name of the Limited Liability Company is: GC's OFFICE SOLUTIONS, LLC.

ARTICLE II - ADDRESS

The principal office of the Limited Liability Company is: 1415 St. Gabrielle Lane, #3711, Weston, Florida 33326, and the mailing address is Post Office Box 267124, Weston, Florida 33326.

ARTICLE III - DURATION

The Limited Liability Company shall exist in perpetuity.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by its members, and the name and address of the managing member is:

GAYLE Z. CISNEROS
Post Office Box 267124
Weston, Florida 33326

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The members of the Limited Liability Company shall have the right to admit additional members upon a majority vote of the existing members in accordance with Article XIV, governing voting, contained herein.

ARTICLE VI - MEMBERSHIP AND MEMBERSHIP INTERESTS OF MEMBERS

The rights of the members of the Limited Liability Company shall be determined in reference to their membership interest in the Limited Liability Company and not in reference to a "capital account" or "relative capital account" as defined in Chapter 608 of the Florida Statutes.

The Affidavit of Membership and Membership Interest in the Limited Liability Company, which Affidavit is attached hereto as Exhibit A and incorporated herein by reference, sets forth the members of the Limited Liability Company and their respective membership interests in the same.

ARTICLE VII - LIMITATION ON AGENCY AUTHORITY OF MEMBERS

No member of the Limited Liability Company shall be an agent of the company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Limited Liability Company solely by virtue of being a member. Such authority can only be granted by a written authorization of the managing member.

ARTICLE VIII - LIMITED LIABILITY PROPERTY

Only the managing member shall have the authority to acquire, mortgage, hypothecate, pledge, encumber, sell or otherwise dispose of Limited Liability Company property and/or execute documentation to effect the same.

ARTICLE IX - DISTRIBUTION

The Limited Liability Company may, from time to time, make distributions of its property to its members in accordance with the provisions set forth in the Limited Liability Company regulations. In any event, no distribution may be made if, after the distribution, the Limited Liability Company would not be able to pay its debts as they came due in the usual course of business, or if the Limited Liability Company's total assets would be less than the sum of its total liabilities, excluding liabilities to members on account of their capital contributions.

ARTICLE X - SHARING OF PROFITS AND LOSSES

Sharing of profits and losses shall be allocated on the basis of each member's membership interest in the Limited Liability Company, which membership interest is set forth in Exhibit A attached hereto.

ARTICLE XI - REGISTERED AGENT

The name and street address of the initial registered agent of the Limited Liability Company is as follows: Stephen J. Simmons. The registered agent's written acceptance of this position and acknowledgment of his duties is attached hereto as Exhibit B and incorporated herein by reference, pursuant to Section 608.407(d) of the Florida Statutes.

ARTICLE XII - AMENDMENTS TO THE ARTICLES OF ORGANIZATION

The Articles of Organization of the Limited Liability Company can only be amended with the express written consent of the managing member subsequent to her review of any proposed amendment.

ARTICLE XIII - REGULATIONS OF THE LIMITED LIABILITY COMPANY

The power to adopt, alter, amend, or repeal the regulations of the Limited Liability Company shall be vested in the managing member. This power includes the power of the managing member to adopt, alter, amend, or repeal regulations to be effective only in an emergency as defined in Section 608.423.

ARTICLE XIV - VOTING

Members of the Limited Liability Company are entitled to vote on matters concerning the Limited Liability Company and each member's vote shall be weighted in accordance with each member's membership interest in the Limited Liability Company as set forth in Exhibit A hereto.

ARTICLE XV - WITHDRAWAL OF A MEMBER

A member of the Limited Liability Company may withdraw from the Limited Liability Company upon 45 days written notice to all other members provided that the withdrawing member has complied with all of the Articles of Organization and regulations of the Limited Liability Company and provided that all outstanding obligations of the withdrawing member to the Limited Liability Company have been satisfied.

ARTICLE XVI - REMOVAL OF A MEMBER

A member of the Limited Liability Company may be removed as a member of the Limited Liability Company for violating the Articles of Organization or regulations of the Limited Liability Company or if the member takes any action to the detriment of the Limited Liability Company. The foregoing grounds are sufficient to subject a member to removal, however, such removal shall not be automatic and shall not occur without the express written consent of the managing member.

ARTICLE XVII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company provided that the remaining members operate the business of the Limited Liability Company in full compliance with these Articles of Organization, the regulations of the Limited Liability Company and all applicable local, state and federal laws.

ARTICLE XVIII - TRANSFER OF MEMBER'S INTEREST

The managing member of the Limited Liability Company may transfer her interest in the Limited Liability Company freely, without the consent of the other members. The other members of the Limited Liability Company may only transfer their interests in the Limited Liability Company upon the express written consent of the managing member.

ARTICLE XIX - MERGER

Any plan of merger may only be effective if accepted, in writing, by the managing member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 7th day of January, 2000.

MANAGING MEMBER:

GAYLE Z. CISNEROS

MEMBERS:

RHONDA L. WORSENA

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared GAYLE Z. CISNEROS, personally known to me or who produced the following identification: _____ and known to me to be the person described herein and who executed the foregoing Articles of Organization for the purposes therein expressed and who did/did not take an oath.

SWORN TO and SUBSCRIBED before me this 7th day of January, 2000.



Pam Pittenger
Commission # CC 783987
Expires OCT. 19, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Notary Public, State of Florida at Large

Printed Name Pam Pittenger

My Commission Expires: _____

FILED
00 JAN 13 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF BROWARD

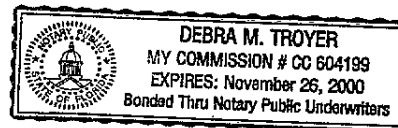
BEFORE ME, the undersigned authority, this day personally appeared RHONDA L. WORSENA, personally known to me or who produced the following identification: R. L. Worsena and known to me to be the person described herein and who executed the foregoing Articles of Organization for the purposes therein expressed and who did/did not take an oath.

SWORN TO and SUBSCRIBED before me this 7 day of JAN, 2000.

Debra M. Troyer
Notary Public, State of Florida at Large

Printed Name _____

My Commission Expires: _____



FILED
00 JAN 13 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND MEMBERSHIP INTEREST
IN THE LIMITED LIABILITY COMPANY

STATE OF FLORIDA

COUNTY OF BROWARD

The undersigned managing member of GC's OFFICE SOLUTIONS, LLC hereby certifies:

1. The above-named Limited Liability Company has two members;
2. The names of the members and their addresses are as follows:

GAYLE Z. CISNEROS
Post Office Box 267124
Weston, Florida 33326

RHONDA L. WORSENA
779 NW 151st Avenue
Pembroke Pines, Florida 33028

3. The membership interest of each member in the Limited Liability Company and the contribution of each member to the Limited Liability Company entitling each member to their relative membership interest are as follows:

GAYLE Z. CISNEROS: Contribution of past and future consulting services for the organization and establishment of the Limited Liability Company and its future growth; Contribution of time, effort, capital in marketing the Limited Liability Company, devising business strategies and forming a client base for the Limited Liability Company; Acceptance of responsibility for future marketing and development of business strategies, increasing the Limited Liability Company's client base; Acceptance of the position of managing member of the Limited Liability Company, including performance of all duties, obligations and responsibilities pursuant thereto; GAYLE Z. CISNEROS' ownership interest in the Limited Liability Company is 95%.

RHONDA L. WORSENA: Past and future services for the organization and establishment of the Limited Liability Company and its


Exhibit A

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00 JAN 13 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

future growth; RHONDA L. WORSENA's membership interest in the Limited Liability Company is 5%.


GAYLE Z. CISNEROS

Sworn to and subscribed before me by GAYLE Z. CISNEROS who is personally known to me or who produced the following identification: _____, on this 8th day of January, 2000.


NOTARY PUBLIC - State of Florida
Printed Name Pam Pittenger

My Commission Expires: _____



Pam Pittenger
Commission # CC783987
Expires OCT. 19, 2002
BONDED THROUGH
ATLANTIC BONDING CO., INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN 13 AM 9:00

FILED

DESIGNATION OF REGISTERED AGENT

(ATTACHED TO ARTICLES OF ORGANIZATION AND MADE A PART HEREOF)

Pursuant to Chapters 48, 621 and 607, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Organization of said Limited Liability Company, to which this document is attached.

That GC's OFFICE SOLUTIONS, LLC, desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Organization, in the City of Weston, County of Broward, State of Florida, has named STEPHEN J. SIMMONS, 321 S.E. 15th Avenue, Fort Lauderdale, Florida 33301, as its registered agent to accept service of process within this state.

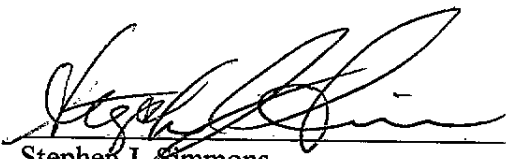

GAYLE Z. CISNEROS

ACCEPTANCE OF REGISTERED AGENT

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.

Date

1/7/00


Stephen J. Simmons
Registered Agent