



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 18, 2000

FILINGS, INC.

SUBJECT: SILICON BEACH CAPITAL ADVISORS, L.C.
Ref. Number: W00000001398

We have received your document for SILICON BEACH CAPITAL ADVISORS, L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

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) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 200A00002413

00 JAN 19 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

ARTICLES OF ORGANIZATION

OF

Silicon Beach Capital Advisors, L.C.

ARTICLE I: NAME

The name of this limited liability company is **Silicon Beach Capital Advisors, L.C.**, (hereinafter "Company"), whose mailing address is **2400 E. Las Olas Blvd., Suite 108, Fort Lauderdale, Florida 33301**. This is also the principal office

ARTICLE II: DURATION

This limited liability company shall remain in existence perpetually; and the effective date of commencement is hereby designated as **January 17th, 2000**.

ARTICLE III: PURPOSE

This limited liability company is organized to transact any lawful business for limited liability companies organized under Chapter 608 of the Florida Statutes "Limited Liability Companies", including purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

ARTICLE IV: MEMBERS' OWNERSHIP AND MANAGEMENT

The members of the Company are **Brian J. Boltz** or **Page E. Lord**. The management of the

Company is reserved to either **Brian J. Boltz** and **Page E. Lord**, as the managing members, regarding all actions and business of the Company; excepting herefrom the right to sell or mortgage any real property which may be owned by the Company, which Company action shall require the joinder of both managing members.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is **315 N.E. Third Ave., Suite 200, Fort Lauderdale, Florida 33301**, and the name of the initial registered agent of this limited company is **Walter L. Morgan**.

ARTICLE VI: MEMBERS

The names and addresses of each member of this organization, together with the relative percentage ownership of each member is as follows:

	<u>Ownership %</u>
Brian J. Boltz 2400 E. Las Olas Blvd. Suite 108 Ft. Lauderdale, FL 33301	50%
Page E. Lord 2400 E. Las Olas Blvd. Suite 108 Ft. Lauderdale, FL 33301	50%

APPROVED
AND
FILED
00 JAN 19 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES VII: TRANSFER OF OWNERSHIP

The ownership interest of any member may not be transferred to a non-member except as set forth in the Operating Agreement of the Company. In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, this limited liability company may continue to operate upon the written consent of all members owning a majority of interest in this limited liability company.

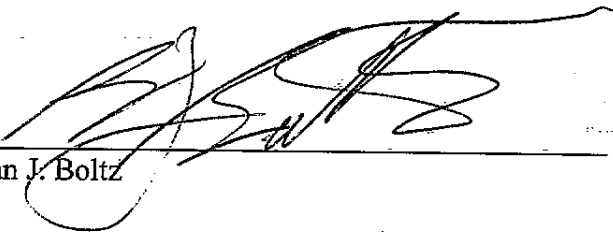
ARTICLE VIII: ADDITIONAL MEMBERS

Additional members may be added with the consent and written amendment executed by all (100%) of the members.

ARTICLE XI: AMENDMENT

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the members is subject to this reservation.

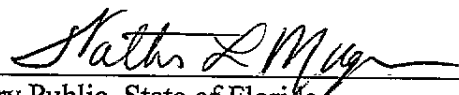
IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 14th day of January, 2000.

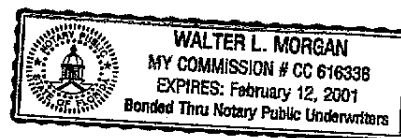

Brian J. Boltz

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 14th day of January, 2000 by Brian J. Boltz, (X) who is personally known to me or () who produced _____ as identification and who did not take an oath.


Notary Public, State of Florida
My Commission Expires:

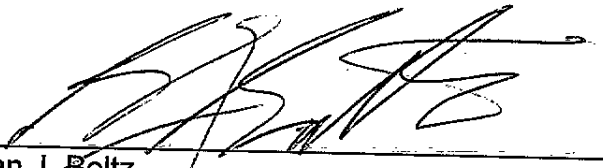


RECEIVED
AND
FILED
00 JAN 19 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT CERTIFICATE

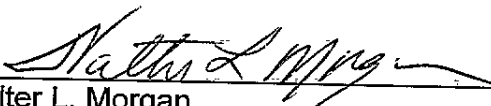
In pursuance of Chapters 48.091 and 607.415 and 608.416, Florida Statutes, the following is submitted:

Silicon Beach Capital Advisors, L.C. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Fort Lauderdale, State of Florida, has named **Walter L. Morgan** as its agent to accept service of process within the State of Florida.



Brian J. Boltz
Title: Member
Date: January 14, 2000.

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. The undersigned is familiar with, and accepts, the obligations of this position.



Walter L. Morgan
Date: January 14th, 2000.

RECEIVED
AND
FILED
00 JAN 19 PM 2:25
TALLAHASSEE
FLORIDA