

L00000001742
W3 Information Services, LLC

February 10, 2000

Registration Section
Division of Corporations
P.O. Box #6327
Tallahassee, FL 32314

Re: W3 Information Services, LLC

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-02/14/00--01090--020
***125.00 ***125.00

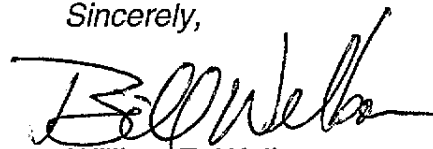
Gentlemen,

I have enclosed the Articles for the establishment of a Limited Liability Company. The check enclosed is to cover filing fee and designation of Registered Agent.

The company address is included on all forms. Application for the EIN number is filed and it is anticipated that we will receive it soon. If there are any questions, please let me know.

It is my understanding that you issue a letter of status when this is filed.

Sincerely,



William E. Welborn
Registered Agent

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DIVISION OF CORPORATIONS
00 FEB 14 PM 1:16

Name Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	DCC
W. P. Verifier	DCC

P.O. Box 4153
Enterprise, FL 32725-0153

ARTICLE I – Name:

The name of the Limited Liability Company is: W3 Information Services, LLC.

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Mailing: P.O. Box 4153
Enterprise, FL 32725-0153

Office: 2102 Galahad Drive
Deltona, FL 32738-7744

ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:

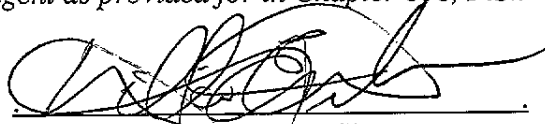
The name and the Florida street address of the registered agent are:

William E. Welborn

2102 Galahad Drive

Deltona, FL 32738-7744

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 as provided for in Chapter 608, F.S..



Registered Agent's Signature

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ARTICLE IV – MANAGEMENT

Management of this Limited Liability Company will be defined by the Operation Statement, which is executed by all members of the Company.

ARTICLE V – MEMBERS


All members will have an equal vote in all matters of Company business. Any member may designate another member to vote by proxy.


No person or entity may become a member of this Limited Liability Company except by unanimous vote of the existing members of the Company.

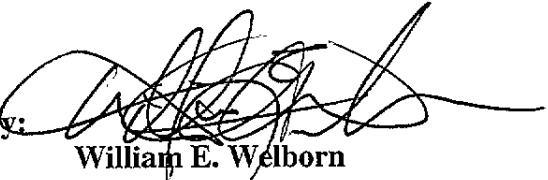
Any member may tender a non-declinable "Buy – Sell Offer" to any member of the Limited Liability Company. The member who receives the "Buy – Sell Offer" has the right to accept the offer and sell their interest in the Company; or purchase the interest of the member making the offer for the amount so stated in the offer. The procedure for a member to excise their rights under this paragraph shall be: the member making the offer will make the offer in writing, and also notify the other members of the Company. The member receiving the offer will reply in writing, to both the member making the offer and the other members of the Company, within 90 days.

In the event of death or incapacitation of any member, that member's vote reverts to the Company and the remaining members become the voting members. In the event of death of a member, the remaining members have the right to dissolve the Company, or buy out the interest of the deceased member. If the remaining members elect to purchase the interest of the deceased member, they shall have the value of the company determined by appraisal. If the heirs of the deceased member do not agree to the appraisal given, the heirs have the right to an independent appraisal. In the event of disagreement between the members and the appraisal of the heirs, a CPA firm selected by the member's appraiser and the heir's appraiser will do a third and binding appraisal. The Company will pay for the first appraisal; the second appraisal will be at the expense of the heirs. The Company and the heirs will split the expense of the third appraisal.

These articles drawn and agreed upon by the undersigned organizing members on this 25, day of January, 2000.

By: 
Greg Whidden
29120 S.E. 175th Street
Umatilla, FL 32784

By: 
W. Layton Welborn
2763 Kingsdale Drive
Deltona, FL 32738

By: 
William E. Welborn
2102 Galahad Drive
Deltona, FL 32738

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