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REFERENCE :

607492

11654A

AUTHORIZATION :

COST LIMIT :

ORDER DATE: March 1, 2000

ORDER TIME : 11:28 AM

ORDER NO. : 607492-005

CUSTOMER NO: 11654A

Rachelle Bricout, Legal Asst CUSTOMER:

HOLTZMAN KRINZMAN EQUELS & HOLTZMAN KRINZMAN EQUELS & 2601 South Bayshore Drive

Suite 600

Miami, FL 33133

DOMESTIC FILING

NAME:

LIFESTYLE CAPITAL.COM, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHESSEE, FLORIDA

00 MAR - 1 PM I2: 50

BECEINED

ARTICLES OF ORGANIZATION FOR LIFESTYLE CAPITAL.COM, L.L.C., A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

LIFESTYLE CAPITAL.COM, L.L.C.

ARTICLE II - Address:

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

250 S. Australian Avenue Suite 1005 West Palm Beach, Florida 33401

ARTICLE III - Management:

The Limited Liability Company is a manager-managed company to be managed by one or more managers.

DATED this 29th day of February , 2000

Robert Q. Lee,

Authorized Representative of a Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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:

LIFESTYLE CAPITAL.COM, L.L.C.

2. The name and address of the registered agent and office is:

HKE&F Registered Agent Corp. 2601 S. Bayshore Drive, Suite 600 Miami, Florida 33133

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 appointments 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.

REGISTERED AGENT:

Arthur J. Furia, Vice President

HKE&F Registered Agent Corp.

Feb. 29, 2000

Date

RETARY OF STAT