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00 MAR 29 PM 3:00  
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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY  
W2 DIGITAL, L.L.C.

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Estimated Charge	\$155.00

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Corporate Filing

Public Access Main

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**ARTICLES OF ORGANIZATION  
OF  
W2 DIGITAL, L.L.C.**

The undersigned member, acting as a member of the captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization:

**ARTICLE I**

**Name**

The name of this limited liability company is W2 Digital, L.L.C. (the "Company") and its principal office and mailing address is 3820 Northdale Boulevard, Suite 103A, Tampa, Florida 33624.

**ARTICLE II**

**Effective Date**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

**ARTICLE III**

**Purpose of Organization**

The Company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under Florida law.

Randy K. Sterns, Esq.  
220 S. Franklin Street, Tampa, FL 33602  
813-224-9255  
Fla Bar #293865

00 MAR 29 PM 3:00  
FLORIDA SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 220 South Franklin Street, Tampa, Florida 33602, and the initial registered agent of the corporation at such address is Randy K. Sterns.

ARTICLE V

Management of the Company

The Company shall be managed by Managers who shall be elected by the members in the manner set forth in the Company's Operating Agreement.

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ARTICLE VI

Operating Agreement

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.


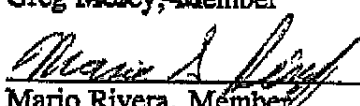
ARTICLE VII

Indemnification

If the criteria set forth in §608.4363, Florida Statutes, or any successor statute, have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4363, Florida Statutes.

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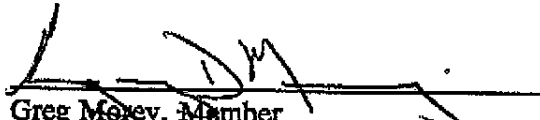
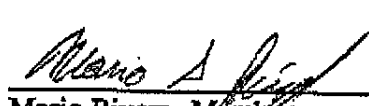
IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization this 29 day of March, 1999.

  
 \_\_\_\_\_  
 Greg Morey, Member  
  
 \_\_\_\_\_  
 Mario Rivera, Member

00 MAR 29 PM 3:00  
 STATE OF FLORIDA  
 DEPARTMENT OF REVENUE

**CERTIFICATE DESIGNATING**  
**REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 608.415, *Florida Statutes*, W2 Digital, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates Randy K. Sterns, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.

  
 \_\_\_\_\_  
 Greg Morey, Member  
  
 \_\_\_\_\_  
 Mario Rivera, Member

**ACKNOWLEDGMENT**

I hereby accept my appointment as Registered Agent of the above named corporation and agree to act as such in accordance with the provisions of §§48.091 and 608.415, *Florida Statutes*.

  
 \_\_\_\_\_  
 Randy K. Sterns

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