

**L00000005332**  
**WILLIAM F. POOLE, IV, P.A.**  
*Attorneys at Law*

**WILLIAM (FRED) POOLE, IV**  
**CORPORATE AND BUSINESS LAW**

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**Orlando, Florida 32801**  
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April 28, 2000

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**300003238133--4**  
**-05/03/00--01127--010**  
**\*\*\*155.00 \*\*\*155.00**

Re: Articles of Organization of Narsico Enterprises, L.L.C.

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Articles of Organization of Narsico Enterprises, L.L.C. Also enclosed is our firm check in the amount of \$155.00 representing payment of your filing fee (\$100.00), Registered Agent fee (\$25.00) and fee for certified copy of the Articles (\$30.00).

Please return the certified copy to the address above.

Thank you for your assistance.

Sincerely,

*Jane Poole*  
Jane Poole, Assistant to  
William F. Poole, IV

**WILLIAM F. POOLE, IV, P.A.**

WFP,IV/jp  
Enclosures

FILED  
00 MAY 3 11:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**L00-5332**  
Name *OR 5-10*  
Address *OR*  
City *OR*  
State *OR*  
Zip *OR*

**ARTICLES OF ORGANIZATION OF  
NARSICO ENTERPRISES, L.L.C.**

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FILED  
00 MAY -3 PM 4: 58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
Name**

The name of the limited liability company ("Company") is **NARSICO ENTERPRISES, L.L.C.**

**ARTICLE II  
Address**

The mailing and street address of the Company's principal office is 607 Tuten Trail, Orlando, Florida 32828.

**ARTICLE III  
Power**

The Company shall have power to engage in the business of e-commerce internet mall business and all other powers as provided for in Florida Statute 608.404, as may be amended.

**ARTICLE IV  
Effective Date**


These Articles of Organization shall be effective and the limited liability company's existence shall begin as of the date of filing of these Articles of Organization.

**ARTICLE V  
Registered Agent and Office**

The name and Florida street address of Company's initial registered agent are:

WILLIAM F. POOLE, IV  
WILLIAM F. POOLE, IV, P.A.  
200 E. Robinson St., Suite 1180  
Orlando, Florida 32801

*Having been named as registered agent and to accept service of process for the above-named 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.*

  
WILLIAM F. POOLE, IV

The address of Company's registered office in Florida is 607 Tuten Trail, Orlando, Florida 32828.

**ARTICLE VI  
Management**

The Company is to be managed by a manager. The initial manager will serve until the first annual meeting of the members. The initial manager is identified as follows:

THOMAS J. NARSICO  
607 Tuten Trail  
Orlando, Florida 32828

**ARTICLE VII  
Admission of New Members**

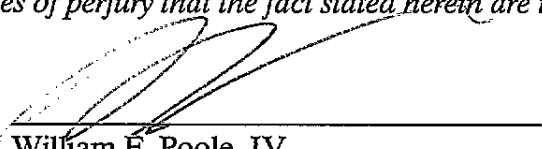
Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

**ARTICLE VIII  
Continuation of Company**

The remaining members of the Company have the right to continue the business on 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 Company. The business may be continued only on the unanimous written consent of the remaining members.

IN WITNESS WHEREOF, these Articles of Organization were executed on the \_\_\_\_\_ day of April, 2000, at Orlando, Florida.

*In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the fact stated herein are true.*

  
\_\_\_\_\_  
William F. Poole, IV  
Authorized Representative of  
Thomas J. Narsico, Member

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TALLAHASSEE, FLORIDA