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MOORE HENNESSY & FREEMAN, P.C.
ATTORNEYS AT LAW

One Main Plaza
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KANSAS CITY, MISSOURI 64111

FROM THE DESK OF:
JAMES F. FREEMAN, III

Admitted in Kansas and Missouri
e-mail: jffreeman@MHFpc.com

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May 9, 2000

KANSAS OFFICE:

11020 KING STREET, SUITE 100
OVERLAND PARK, KANSAS 66210

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-05/11/00--01091--003
****125.00 ****125.00

To Whom It May Concern:

Enclosed is The Articles of Organization for Prime Communications, L.L.C. and a check for \$125.00. The check is for the \$100.00 filing fee for Articles of Organization and the \$25.00 fee for the designation of a registered agent along with a self-addressed stamped envelope for returning file stamped copies. The effective date for Prime Communications, L.L.C. is May 10, 2000.

The Florida contact for Prime Communications, L.L.C. is:

Mr. Chris Brock
3435 Phillips Highway, Suite B206
Jacksonville, FL 32207

Your assistance is welcomed. Please contact me with any questions or concerns.

Yours Very Truly,

MOORE HENNESSY & FREEMAN, P.C.

By:

James F. Freeman, III

Enclosure

Cc: Chris Brock

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR PRIME COMMUNICATIONS, L.L.C.

ARTICLE I

The name of the Limited Liability Company is: Prime Communications, L.L.C.

ARTICLE II

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

Prime Communications, L.L.C.
c/o Mr. James F. Freeman, III
4435 Main Street, Suite 900
Kansas City, Missouri 64000

ARTICLE III

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

Mr. Chris Brock
Prime Communications, L.L.C.
3435 Phillips Highway, Suite B206
Jacksonville, Florida 32207

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.

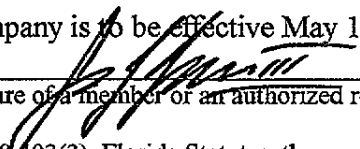

Registered Agent's Signature

ARTICLE IV

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

ARTICLE V

The Limited Liability Company is to be effective May 10, 2000.


Signature of a member or an authorized representative of a member.

In accordance with section 608.403(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

James F. Freeman, III