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Florida Department of State
Division of Corporations
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From:

Account Name : RUTHERFORD, MULHALL & WARGO, P.A.
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LIMITED LIABILITY COMPANY

I-AXXESS.COM, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
I-AXXESS.COM, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of this limited liability company ("Company") is: I-AXXESS.COM, LLC.
2. Duration. The period of this limited liability company is perpetual, unless sooner dissolved.
3. Mailing address and Street Address. The Company's mailing address and street address is 8377 Boca Rio Road, Boca Raton, Florida 33433.
4. Registered Agent and Office. The name of the initial registered agent of the Company is Mark L. Nowak, Esq., Rutherford, Mulhall & Wargo, P.A., 2600 N. Military Trail, 4th Floor, Boca Raton, FL 33431.
5. Additional Members. Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.
6. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

Prepared By:
MARK L. NOWAK, ESQ.
FLORIDA BAR NO. 699985
Rutherford, Mulhall & Wargo, P.A.
2600 N. Military Trail, Fourth Floor
Boca Raton, FL 33431
(561) 241-1600

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7. Management of the Company. The Company shall initially be managed by the following two persons who shall serve as managers until the first annual meeting of the members or until their successors are elected and qualify:

Name and Address:

Nicholas Yevglevski
8377 Boca Rio Road
Boca Raton, FL 33433

Shawn Carroll
10275 Collins Avenue
Bal Harbour, FL 33154

8. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the company containing provisions for the regulation and management of the affairs of the Company.
9. Date of Existence of the Company. The existence of the Company shall commence on the date of filing the Articles of organization by the Florida Department of State.

The undersigned executed these Articles of Organization effective as of June 7, 2000.



Mark L. Nowak, Authorized Representative

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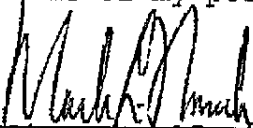
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:
I-AXXESS.COM, LLC.
2. The name and address of the registered agent and office is:

Mark L. Nowak, Esq.
Rutherford, Mulhall & Wargo, P.A.
2600 N. Military Trail, 4th Floor
Boca Raton, FL 33431

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.



Mark L. Nowak

06/07/00

(Date)

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