



MARK R. DOLAN, P.A.

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August 21, 2000

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

400003373644--4
-08/25/00--01097--003
****155.00 ****155.00

RE: Live Online, L.L.C.

To whom it may concern:

Enclosed please find our check payable to the Secretary of State in the amount of \$155.00 and an original and copy of the Articles of Organization for Live Online, L.L.C. Please file these with the office of the Secretary of State, and return a copy of same together with a Certified Copy of the Articles of Organization. Should you have any questions in this regard, please do not hesitate to contact me at your earliest convenience.

Very truly yours,

Mark R. Dolan

FILED
AUG 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00-10504

| | |
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| Name | CR 8:31 |
| Availability | |
| Document | |
| Index | |
| Director | |
| Agent | |
| Secretary | |
| Assistant | |
| | |

**ARTICLES OF ORGANIZATION
LIVE ONLINE, L.L.C.**

ARTICLE I - Name:

The name of the limited liability company is LIVE ONLINE, L.L.C.

ARTICLE II - Address:

The mailing address of the principal office of the Limited Liability company is 412 East Madison,
10th Floor, Tampa, Florida 33602

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Mark R. Dolan
412 East Madison, 10th Floor
Tampa, Florida 33602

FILED
AUG 25 PM 5:00
SECRETARY OF STATE
TAMPA, FLORIDA

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.

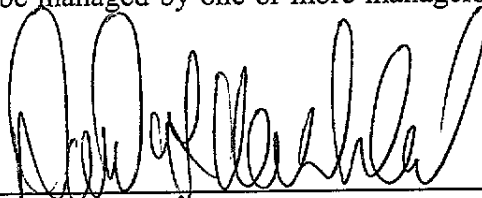


Mark R. Dolan

8/21/00
Date

ARTICLE IV - Management:

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



Entertainment Network, Inc.,
Managing Member
By David G. Marshlack, President

8/21/00
Date

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes and affirmation under the penalties of perjury that the facts stated herein are true.