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September 1, 2000

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VIA FEDERAL EXPRESS #821854425783

Registration Section

Division of Corporations

State of Florida

409 E. Gaines St.

Tallahassee, Florida 32399

400003382664--1
-09/06/00-01017-016
***160.00 ***160.00

Re: TakeMeOnVacation.Com, LLC

Dear Sir or Madam:

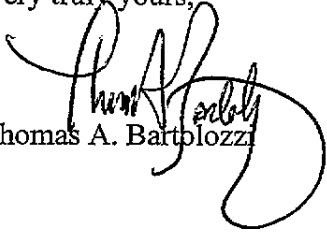
Enclosed herewith please find an original and one (1) copy of the Articles of Organization for the above-referenced limited liability company for filing. Kindly file same and return a certified copy to my attention in the Federal Express Envelope provided herein.

In addition, I am also requesting one (1) Certificate of Status for this limited liability company and request that this Certificate be forwarded to my attention via federal express as well.

Enclosed herewith please find a check in the amount of \$160.00 to cover the fees for the foregoing services.

Thank you for your anticipated cooperation in this matter.

Very truly yours,


Thomas A. Bartolozzi

TAB/jah
Enclosures

TakeMeOnVacation.Com, Inc./Correspondence/Florida Div of Corp 09.01.00

FILED
SEP -5 PM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Received: 9/1/00 10:55AM;
09/01/2000 09:40 FAX
sent by:

-> WEINSTOCK & SCAVO; Page 3

4042311618;

09/01/00 9:38; Jetfax #2; Page 3/9

003

ORIGINAL

**ARTICLES OF ORGANIZATION
OF**

TakeMeOnVacation.Com, LLC

ARTICLE ONE

NAME

The name of the Limited Liability Company is; "TakeMeOnVacation.Com,
LLC".

ARTICLE TWO

ADDRESS

The address of the principal office of the Limited Liability Company is: 2900
Gateway Drive, Pompano Beach, Florida 33069.

ARTICLE THREE

REGISTERED OFFICE AND AGENT

The address of the registered office and name of its registered agent at such
address in the State of Florida are: Pamela Gelet, at 2900 Gateway Drive, Pompano
Beach, Florida 33069.

*Having been named as registered agent and to accept process for the above
stated limited liability company at the place designated in this 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 provided for in Chapter
608, F.S..*


Pamela Gelet

FILED
00 SEP -5 PM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

* Received: 9/ 1/00 10:55AM;
09/01/2000 09:40 FAX
ent by:

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4042311618;

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Page 4/9

ARTICLE FOUR

MANAGEMENT

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

ARTICLE FIVE

INDEMNIFICATION

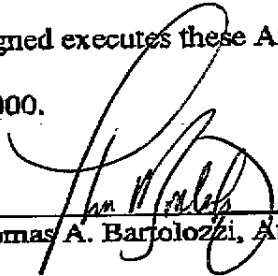
Subject to the provisions of the Florida Limited Liability Company Act, or provisions of a written operating agreement, the Limited Liability Company shall indemnify and hold harmless any member or manager or other person from and against any and all claims and demands whatsoever arising in connection with the Limited Liability Company.

ARTICLE SIX

EFFECTIVE

These Articles of Organization shall be effective as of August 31, 2000.

IN WITNESS WHEREOF, the undersigned executes these Articles of Organization on the 1st day of September, 2000.


Thomas A. Bartolozzi, Attorney

FILED
00 SEP -5 PM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TakeMeOnVacation.Com, Inc./Articles of Organization