



THE UNITED STATES
CORPORATION
COMPANY

L000000012675

ACCOUNT NO. : 072100000032

REFERENCE : 867418 87972A

AUTHORIZATION : *Patricia Piguet*

COST LIMIT : \$ 155.00

ORDER DATE : October 18, 2000

ORDER TIME : 11:15 AM

ORDER NO. : 867418-005

CUSTOMER NO: 87972A

CUSTOMER: Samuel D. Navon, Esq
Navon Kopelman & Odonnell,
P.a.
Suite B 100
2699 Stirling Road
Ft. Lauderdale, FL 33312

100003428581--6

DOMESTIC FILING

NAME: HYPERNAP.COM ASSOCIATES, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

APPROVED
AND
FILED
00 OCT 18 PM 1:53 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
PM 12:06
10-18-00

ARTICLES OF ORGANIZATION OF HYPERNAP.COM ASSOCIATES, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: **HyperNap.Com Associates, LLC** (hereinafter the "Company").

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is: 2699 Stirling Road, Suite B-100, Fort Lauderdale, FL 33312.

ARTICLE III — Duration:

The period of duration for the Company shall be until 2075.

ARTICLE IV — Management:

The Company is to be managed by the Managing Members and the names and addresses of the Managing Members are: Samuel D. Navon, 2699 Stirling Road, Suite B-100, Fort Lauderdale, FL 33312; and William E. Ferrante, 2699 Stirling Road, Suite B-100, Fort Lauderdale, FL 33312.

ARTICLE V — Admission of Additional Members:

The right, if given, of the Members to admit additional members and the terms and conditions of the admissions shall be in accordance with the "Regulations" hereafter adopted by the Members of the Company.

ARTICLE VI — Members' Rights to Continue Business:

The right, if given, of the remaining Members of the Company 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 shall be in accordance with the Regulations.

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AID
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00 OCT 18 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

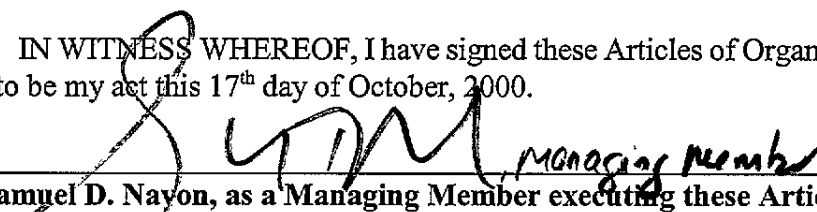
ARTICLE VII — Limitation on Agency Authority of Members:

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

ARTICLE VIII — Registered Agent and Office:

The name and address of the Company's initial registered agent in the State of Florida, whose consent to appointment as registered agent accompanies these Articles, is Samuel D. Navon, 2699 Stirling Road, Suite B-100, Fort Lauderdale, FL 33312.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 17th day of October, 2000.


Samuel D. Navon, as a Managing Member executing these Articles of Organization.

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

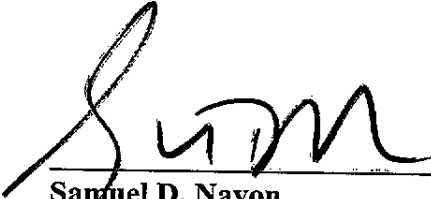

Samuel D. Navon

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for HyperNap.Com Associates, LLC at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 17th day of October, 2000.



Samuel D. Navon

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TALLAHASSEE, FLORIDA