

L000000014033

SCOTT E. COHN  
PERRY D. MONIOUDIS

315 S.E. 7TH STREET  
SECOND FLOOR  
FT. LAUDERDALE, FLORIDA 33301

TELEPHONE: (954) 523-8787  
FAX: (954) 523-5543

November 2, 2000

State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

MJH

700003453277-3  
-11/06/00-01093-013  
\*\*\*155.00 \*\*\*155.00

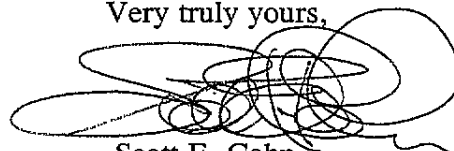
Re: EARNKEY INTERNATIONAL, L.L.C.

Dear Sir or Madam:

Enclosed herewith please find one original and two copies of Articles of Organization for the above referenced limited liability company and a check in the amount of \$155, representing the fees for filing, obtaining a certified copy and registered agent designation.

Please have one of these copies stamped as received and returned to my office. A self-addressed postage stamped envelope is enclosed for your convenience. Should you have any questions with regard to this filing, please do not hesitate to call.

Very truly yours,



Scott E. Cohn

SEC/atd

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 NOV - 6 AM 11:24

**EARNKEY INTERNATIONAL L.L.C.**

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY**

**ARTICLE I - NAME**

The name of the Limited Liability Company is , EARNKEY INTERNATIONAL, L.L.C.

**ARTICLE II - ADDRESS**

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

1890 Saha Court  
Kissimmee, Florida 34744

**ARTICLE III - DURATION**

The period of duration for the Limited Liability company shall be perpetual.

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be managed by a Board of Managers (the "Board") and the names and addresses of the Board are:

John Gladden

c/o Earnkey International, LLC  
1890 Saha Court  
Kissimmee, FL 34744

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 NOV -6 AM 11:24

## **ARTICLE V - REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Limited Liability Company is:

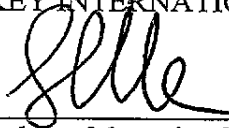
Scott E. Cohn, Esq.  
Cohn & Monioudis, P.A.  
315 S.E. 7<sup>th</sup> Street, Second Floor  
Ft. Lauderdale, Florida 33301

## **ARTICLE VI - MISCELLANEOUS**

Additional members may be admitted to this Limited Liability Company upon the unanimous approval of all of the members of this Limited Liability Company, on such terms and conditions as may be approved by all of the members of this Limited Liability Company

The remaining members of this Limited Liability Company shall have the right to continue the business of the Limited Liability Company upon 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.

EARNKEY INTERNATIONAL, LLC



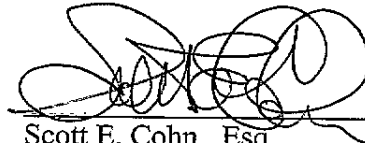
---

John Gladden, Managing Member

### REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned corporation hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Date: 8/30/00, 2000

  
\_\_\_\_\_  
Scott E. Cohn, Esq.  
Cohn & Monioudis, P.A.  
Registered Agent