

Edward Casoria, Jr.
Attorney at Law

L000000/5593

2153 Lee Road, Winter Park, Florida 32789
407-629-9411

December 14, 2000

Registration Section
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

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-12/15/00--01047--010
****125.00 ****125.00

RE: Organization of CATHOLIC WEB.COM, L.L.C..

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Organization and the Acceptance of Designation as Registered Agent for the above corporation and a check for the amount of \$125.00 to cover the filing fees.

Please furnish me with the assigned charter number at your earliest convenience.

Your assistance in this matter is appreciated.

Sincerely yours,

Edward Casoria
L00-15593

Edward Casoria, Jr.

EC/hb
Enclosures

Call Karen when Ready
for pick-up @ 878-9966
Do NOT MAIL!!

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00 DEC 15 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO BE FILED
SUFFICIENCY OF FILING
2000 DEC 15 AM 11:27
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

**ARTICLES OF ORGANIZATION
OF
CATHOLICWEB.COM, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be CATHOLICWEB.COM, L.L.C. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company in Florida shall be 2000 Alden Street, Orlando, FL 32803-1459.

ARTICLE III - DURATION

The period of duration of the Company shall be perpetual commencing on the date these Articles of Organization are filed by the Florida Department of State unless the Company is earlier dissolved as provided in these Articles of Organization or the Operating Agreement of the Company.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Daniel D. Mazar, 2153 Lee Road, Winter Park, FL 32789.

ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except and upon such terms and conditions as shall be set forth in the Operating Agreement of the Company.

ARTICLE VII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the bankruptcy or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company as provided in Section 608.441, Florida Statutes, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members (except in the event a single member is permitted under F.S., Chapter 608 and the Company with a single member is treated as a pass-through entity for federal income tax purposes).

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ARTICLE VIII - MANAGEMENT

The Company shall be managed by one or more managers in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

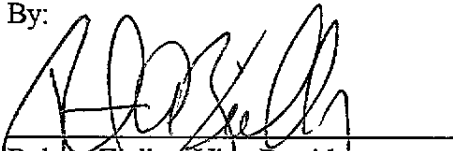
ARTICLE IX - RETURN OF CAPITAL

No member may demand return of capital contributions except as may be provided in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization this 13 day of December, 2000.

DIOTRIN, L.L.C.
2000 Alden Road
Orlando, FL 32803-1459

By:


Robert Zielke, Vice President
DIOCESAN PUBLICATIONS, INC
a Member of DIOTRIN, L.L.C.

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TALLAHASSEE, FLORIDA

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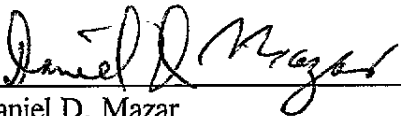
CERTIFICATE DESIGNATING REGISTERED AGENT AND
ADDRESS FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Chapter 608, Florida Statutes, the following is submitted:

FIRST, that , desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at , has named , located at , as its agent to accept service of process within Florida.

SECOND, having been named as registered agent to accept service of process for the above-named limited liability company, at the place designated in this Certificate, the undersigned accepts the appointment of registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of register agent and is familiar with and accepts the obligations of registered agent as provided in Chapter 608, Florida Statutes.

DATED: DECEMBER 14, 2000.



Daniel D. Mazar
Registered Agent

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