

L0000,00 16081

SECURITIES DIRECT HOLDINGS, LLC.
307 NORTH PARK AVE.
WINTER PARK, FL. 32789
TEL: 407-539-0089

November 6, 2000

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

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****125.00 ****125.00

Gentlemen/Ladies:

Please find enclosed Articles of Organization for "Securities Direct Holdings, LLC."
Also enclosed is a check in the amount of \$125.00 to cover the applicable registration fees.

Please mail confirmation of filing to the address above.

Thank you for your help in this matter.

Regards,

Milton P. Rooks, Jr.
Milton P. Rooks, Jr.

FILED
NOV 11 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-16081
ae



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 13, 2000

MILTON P. ROOKS, JR.
307 NORTH PARK AVENUE
WINTER PARK, FL 32789

SUBJECT: SECURITIES DIRECT HOLDINGS, LLC
Ref. Number: W00000029277

We have received your document for SECURITIES DIRECT HOLDINGS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 700A00062901

FILED
00 DEC 11 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the Limited Liability Company is: **Securities Direct Holdings, LLC.**

ARTICLE II. ADDRESS

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

Securities Direct Holdings, LLC.
307 N. Park Ave.
Winter Park, FL 32789

ARTICLE III. REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE:

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

Milton P. Rooks, Jr.
c/o Securities Direct Trading, LLC.
307 N. Park Ave.
Winter Park, FL 32789

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 relation 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.

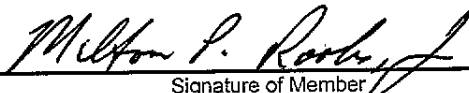

Registered Agent's Signature

ARTICLE IV. MANAGEMENT:

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

ARTICLE V. EFFECTIVE DATE:

The effective date of this Limited Liability Company is December 11, 2000.


Signature of Member

(In accordance with section 608.408.3, Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Milton P. Rooks, Jr.

Typed or Printed Name of Signee

FILED
NOV 11 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA