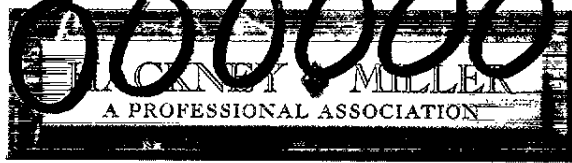


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ATTORNEYS & COUNSELORS AT LAW
CITY CENTRE
2000 PGA BOULEVARD
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TELEPHONE (561)627-0677
FACSIMILE (561)625-4685
INTERNET: www.hackneymiller.com

January 12, 2001

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****125.00 ****125.00

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

Re: iCrown Capital, L.C.

Dear Sir or Madam:

Enclosed please find two (2) copies of the Articles of Organization of iCrown Capital, L.C. Please file one copy and return one copy to me with the date of filing affixed thereto. Also enclosed is our check in the amount of \$125.00 for the filing fee.

If you have any questions, please feel free to give me a call. Thank you for your assistance.

Very truly yours

Robert C. Hackney

FILED
01 JAN 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
iCROWN CAPITAL, L.C.**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, hereby adopts the following Articles of Organization.

**ARTICLE I
NAME**

The name of the Limited Liability Company shall be iCROWN CAPITAL, L.C.

**ARTICLE II
ADDRESS**

The mailing and street address of the principal office of the Limited Liability Company is 2000 PGA Blvd., Suite 4410, North Palm Beach, Florida 33408.

**ARTICLE III
MEMBERS RIGHTS TO CONTINUE BUSINESS**

The period of duration for the Limited Liability Company shall be thirty (30) years, unless terminated earlier by death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrences of any other event which terminates the continued membership of a member, unless the business of the Limited Liability Company is continued by the consent of all of the remaining members.

**ARTICLE IV
PURPOSE**

The Limited Liability Company has been organized for any lawful purpose under Florida law, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V MANAGEMENT

The management of the limited Liability Company shall be vested in the members, in proportion to their contributions to the capital of the Limited Liability Company, as adjusted from time to time properly reflect any additional contributions or withdrawals by the members.

The initial members of the Limited Liability Company are Royal Blackwatch, Ltd., Knightsbridge Partners, Ltd., and Coral Ridge, Inc., and the address for each member is 2000 PGA Blvd., Suite 4410, Palm Beach Gardens, Florida 33410.

ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as a member unless each member consents in writing to the admission of the additional member.

ARTICLE VII AMENDMENT OF REGULATIONS

The power to adopt, alter, amend or repeal the Operating Agreement of this Limited Liability Company shall be vested in the Members of the Limited Liability Company.

ARTICLE VIII TRANSFERABILITY OF MEMBER'S INTEREST

The beneficial interest of a Member of this Limited Liability Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this Limited Liability Company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this Limited Liability Company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

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SECRETARY OF STATE
TAMPA FLORIDA

**ARTICLE IX
WITHDRAWAL OR REDUCTION OF
MEMBER'S CONTRIBUTIONS TO CAPITAL**

A withdrawing Member shall not receive out of the Company any distribution until all liabilities of this Limited Liability Company, except liabilities to Members on account of their contributions to capital, do not exceed the value of the Limited Liability Company's assets.

**ARTICLE X
REGISTERED OFFICE AND AGENT**


The street address of the initial registered office is: 2000 PGA Boulevard, Suite 4410, Palm Beach Gardens, Florida 33410. The initial registered agent for the Company shall be Robert C. Hackney.

**ARTICLE XI
COMMENCEMENT OF EXISTENCE**

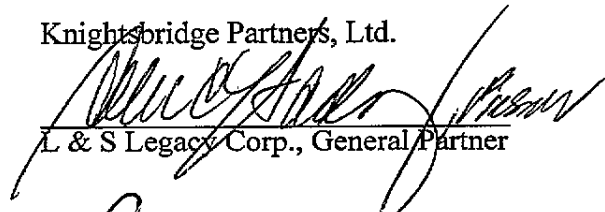
The Limited Liability Company shall be deemed to commence its existence upon the date of filing these Articles of Organization.

IN WITNESS WHEREOF, I have subscribed my name this 12 day of January 2001.

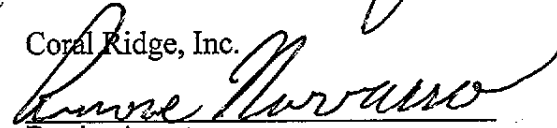
Royal Blackwatch, Ltd.


By: Royal Blackwatch, Inc, General Partner

Knightsbridge Partners, Ltd.


L & S Legacy Corp., General Partner

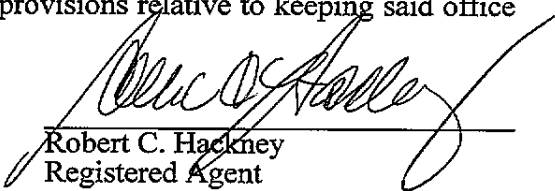
Coral Ridge, Inc.


By: its Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named Limited Liability Company, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.


Robert C. Hackney
Registered Agent

FILED
01 JAN 18 PM 5:00
SECRETARY OF STATE
TULSA, OKLA