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Law Offices of JOEL R. LAVENDER & ASSOCIATES, P.A.

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March 28, 2001

700003944087--3 -04/02/01--01145--011 ****125.00 ****125.00

Corporate Records Bureau Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32301

HLM

Re: Articles of Organization for Florida Limited Liability Company-TOP LEVEL COMMUNICATIONS, LLC

Ladies/Gentlemen:

Enclosed please find the original and one (1) copy of Articles of Organization for Florida Limited Liability Company for the above named corporation, along with my check in the amount of \$125.00 for the filing of same. Kindly, return a filed copy of said articles.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

JOEL R. LAVENDER, ESQ.

JRL:sls Enclosures TILED

OI APR -2 PM 3: 39

SECRETARY OF STATE

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

Article I - Name:

The name of the Limited Liability Company is: TOP LEVEL COMMUNICATIONS, LLC.

Article II - Address:

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

> 1500 S.E. 10 Street Ft. Lauderdale, Florida 33316

Article III - Duration:

The period of duration for the Limited Liability Company shall be: Perpetual.

Article IV - Management: (Check the appropriate box and complete the statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

> Roxann N. Carson 1500 S.E. 10 Street Fort Lauderdale, Florida 33316

> James P. Carson 1500 S.E. 10 Street Fort Lauderdale, Florida 33316

> Kevin J. Harrison 1500 S.E. 10 Street Fort Lauderdale, Florida 33316

Article V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be as determined by a majority ownership interest in the Limited Liability Company.

Article VI - Members Rights to Continue Business:

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

Signature of a member or an authorized representative of a member.

(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.)

> A LAVENDER Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- The name of the limited liability company is: TOP LEVEL COMMUNICATIONS, LLC.
- 2. The name and the Florida street address of the registered agent is:

Joel R. Lavender, Esq. 507 S.E. 11th Court Fort Lauderdale, Florida 33316

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE

Filing Fee: \$35 for Designation of Registered Agent

TOP LEVEL COMMUNICATIONS, LLC

By: Joel R. Lavender, Esq. Agent

STATE OF FLORIDA

)SS:

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this day of March, 2001, by Joel R. Lavender, Esq., as Agent of TOP LEVEL COMMUNICATIONS, LLC, who

is personally known to me or who has produced ________ as identification and he did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Broward County, Florida, said County and State, this _______ day of March, 2001.

| March |

Viki A. Barnes

Notary Public, State of Florida

Commission No. CC 677306

My Commission Exp. 09/03/2001

1-90-3-NOTARY - Fla Notary Service & Bonding Co.