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June 12, 2001

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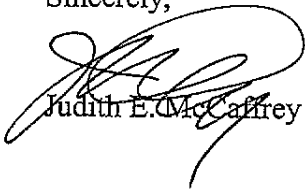
Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Filing of Articles of Organization
KidWeb, L.L.C.

Dear Sir/Madam:

Enclosed please find for filing the Articles of Organization of KidWeb, L.L.C., together with a check for \$155 to cover the cost of filing and for one certified copy of the filing.

Sincerely,


Judith E. McCaffrey

Enclosures

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TALLAHASSEE, FLORIDA

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burt@moneylaw.com

**ARTICLES OF ORGANIZATION
OF
KIDWEB, L.L.C.**

The undersigned sole member ("Member"), for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - Name

The name of the Limited Liability Company is KidWeb, L.L.C. ("Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company shall be 24850 Old U.S. 41 Road, #23, Bonita Springs, Florida 34135.

ARTICLE III - Duration

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The period of duration of the Company shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - Purpose

The Company is formed for the object and purpose of, and the nature of the business to be conducted and promoted by the Company is, engaging in any lawful act or activity for which limited liability companies may be organized under the laws of the State of Florida.

ARTICLE V - Management

The Company shall be managed by the Member in accordance with the regulations adopted by the Member for the management of the business and affairs of the Company and the name and address of the managing member is Stellar Business Builders, L.L.C., 24850 Old U.S. 41 Road, #23, Bonita Springs, Florida 34135. These regulations 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 VI - Admission of Additional Members

One or more additional members of the Company may be admitted to the Company with the consent of the Member. Prior to the admission of any such additional member of the Company, the Member shall cause these Articles of Organization to be amended to make such

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TALLAHASSEE, FLORIDA

amendments as the Member shall determine appropriate to reflect the fact that the Company shall have more than one member.

ARTICLE VII - Dissolution

The Company shall be dissolved and its affairs shall be wound up upon the first to occur of the following: (a) the written consent of the Member or (b) the resignation, bankruptcy or dissolution of the Member or the occurrence of any other event which terminates the continued membership of the Member in the Company.

ARTICLE VIII - Registered Office and Agent

The name and street address of the initial registered agent of the Company in the State of Florida is Judith E. McCaffrey, 5811 Pelican Bay Boulevard, Suite 206-A, Naples, Florida 34108.

ARTICLE IX - Capital Contribution

The Member has contributed \$1,000 in cash, and no property, to the Company.

ARTICLE X - Additional Capital Contributions

The Member may, but is not required to, make any additional capital contribution to the Company.

ARTICLE XI - Indemnification

The Company may indemnify any manager, employee or agent of the Company to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization at Naples, Florida, on this 11th day of June, 2001.

STELLAR BUSINESS BUILDERS, L.L.C.

IO Ventures, Inc., member

By: Mark C. Shepherd
Mark Shepherd, President

Stellar Venture Partners, L.L.C., member

By: Richard Schmidt
Richard Schmidt, Managing Member

Articles of Organization of KidWeb, L.L.C.

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I hereby accept my designation as resident agent and agree to serve as the resident agent of KidWeb, L.L.C. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for KidWeb, L.L.C.



Judith E. McCaffrey, Registered Agent

June 12, 2001

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