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LAW OFFICES OF CLIFFORD FOSTER III, P. C.

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January 14, 2002

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****155.00 ****155.00

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: NetDepotUSA, LLC

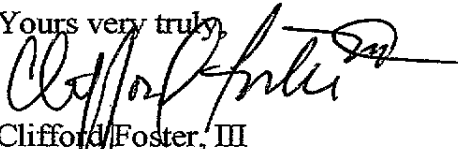
Gentlemen:

Enclosed please find for filing Articles of Organization (with designation of registered agent attached), together with a check in the amount of \$155.00 to cover the filing fees for the Articles (\$100), Designation of Registered Agent (\$25), and a certified copy (\$30).

If you have any questions or comments, please call me at 800-888-0984.

With best regards, I remain

Yours very truly,


Clifford Foster, III

c: Anne C. McDonald via fax
Robert M. Bowick via fax

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02 JAN 22 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OK

**ARTICLES OF ORGANIZATION
FOR
NetDepotUSA LLC
(a Florida Limited Liability Company)**

The undersigned, **Robert M. Bowick**, being a member of **NetDepotUSA LLC**, a Florida Limited Liability Company, and acting as the organizer of the Limited Liability Company, hereby adopts the following Articles of Organization for the Limited Liability Company pursuant to Chapter 608, Florida Statutes.

ARTICLE I - Name

The name of the Limited Liability Company is: **NetDepotUSA LLC**.

ARTICLE II - Duration

The period of duration for the Limited Liability Company shall be perpetual, or until dissolved in a manner provided by law, or as provided in the Regulations adopted by the members.

ARTICLE III - Address

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

227 Theresa Court
Fort Walton Beach, Florida 32548

ARTICLE IV - Registered Agent

The name and address of the initial Registered Agent for the Limited Liability Company is as follows:

Clifford Foster, III
30 Moreno Point Road, #205B
Destin, Florida 32541

ARTICLE V - Initial Members and Admission of Additional Members

The initial members of the Limited Liability Company (and their respective interests in profits) are: Anne C. McDonald (50%), 227 Theresa Court, Fort Walton Beach, Florida, and Robert M. Bowick (50%), 617 Magnolia Drive, Destin, Florida 32541. The members shall have the right to admit additional members upon such terms and conditions of admission as they shall from time to time determine.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VI - Purpose

The Limited Liability Company is organized solely to purchase, sell, own, trade in, hold, lease, finance, manage, maintain and otherwise deal in and with public internet access computer portals and terminals and related accessories and software and to engage in such other lawful activities as are reasonably necessary, convenient, or incidental to that purpose

ARTICLE VII - Management

The Limited Liability Company shall be managed by the Members. Each Member shall have the right to act for and bind the Limited Liability Company in the ordinary course of its business. If there is disagreement among the Members as to any issue of management of the Limited Liability Company, the decisions of a majority in interest shall control.

The undersigned, being a member of NetDepotUSA LLC, a Florida Limited Liability Company, and acting as the organizer of the Limited Liability Company, does hereby certify that the foregoing constitutes the Articles of Organization for the Limited Liability Company.

 (SEAL)
ROBERT M. BOWICK

STATE OF FLORIDA


COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 15 day of January, 2002, by **ROBERT M. BOWICK**. He (☒) is personally known to me or () produced _____ as identification.

[Seal]



Julia Powers
My Commission **CC979777**
Expires November 05, 2004


Notary Public
My Commission Expires: 11/5/02
Commission Certificate No.: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
FOR
NetDepotUSA LLC**

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.

1. The name of the Limited Liability Company is: **NetDepotUSA LLC**
2. The name and the Florida street address of the registered agent are:

Clifford Foster, III
30 Moreno Point Road #205B
Destin, Florida 32541

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.



Clifford Foster, III, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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