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LIMITED LIABILITY COMPANY

The Insiders Travel Network, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	03
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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION

OF

THE INSIDERS TRAVEL NETWORK, L.L.C.

A Florida Limited Liability Company

The undersigned (the "Member") acting as the organizer and the Member of THE INSIDERS TRAVEL NETWORK, L.L.C. (The "Company"), under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization:

ARTICLE I

NAME

The name of the Limited Liability Company is The Insiders Travel Network, L.L.C.

ARTICLE II

PURPOSE AND POWERS

- A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time.
- B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time.

ARTICLE III

**MAILING ADDRESS, PRINCIPAL OFFICE ADDRESS
& DESIGNATION OF REGISTERED AGENT**

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

2145 West Davie Road
Suite 101
Ft. Lauderdale, Florida 33312

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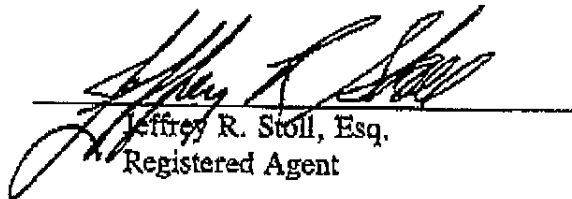
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The name and Florida street address of THE INSIDERS TRAVEL NETWORK, L.L.C.'s Registered Agent are as follows:

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Jeffrey R. Stoll, Esq.
Jeffrey R. Stoll, P.A.
888 Southeast 3rd Avenue
Suite 400
Ft. Lauderdale, Florida 33301

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 as provided for in Chapter 608, Florida Statutes.


Jeffrey R. Stoll, Esq.
Registered Agent

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ARTICLE IV DURATION

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V MANAGEMENT

The Company and its business and affairs shall be managed by the members of the Company. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Florida Statutes, as the same may be amended from time to time, and as further provided in the Operating Agreement of the Company

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ARTICLE VI
ADDITION OF ADDITIONAL MEMBERS

The Company shall admit new members only upon the unanimous written consent of all of the then existing members of the Company.

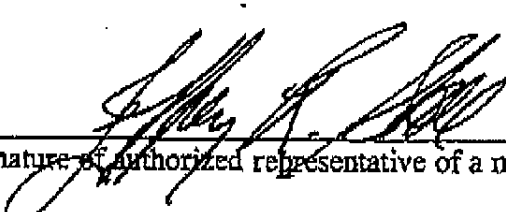
ARTICLE VII
CONTINUATION OF BUSINESS

Except as required by law, the Company shall not be dissolved upon the death, retirement, resignation, expulsion, or bankruptcy of a member.

ARTICLE VIII
AMENDMENTS

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval by all members of the Company.

Dated: February 27, 2002.



Signature of 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.)

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