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FILED
2002 MAR 29 AM 11:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

795 S.E. Port St. Lucie Blvd.
Port Saint Lucie, FL 34984-5211

March 15, 2002

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

RE: USA Netcams, LLC

Dear Sir/Ms.:

Enclosed please find an original and one copy of the Articles of Organization for USA Netcams, LLC.
Please file the enclosed document and return a certified copy and Certificate of Status to us.

A check is enclosed in the amount of \$160.00 to cover the following fees:

\$100.00 Filing Fee
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy
\$ 5.00 Certificate of Status

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****160.00 ****160.00

If there are questions, please call me at (772)336-7273, Thank you very much!

Sincerely,



Bronic J. Zagrobelny

J. BRYAN APR 1 2002

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – Name:

The name of the Limited Liability Company is:

USA Netcams, LLC

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ARTICLE II – Address:

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

795 S.E. Port Saint Lucie Boulevard
Port Saint Lucie, FL 34984-5211

ARTICLE III – Duration:

The term of this Limited Liability Company shall be perpetual.

ARTICLE IV – Registered Agent, Registered Office and Registered Agent's Signature:

The name and the Florida street address of the Registered Agent are:

Bronic J. Zagrobelny
795 S.E. Port Saint Lucie Boulevard
Port Saint Lucie, FL 34984-5211

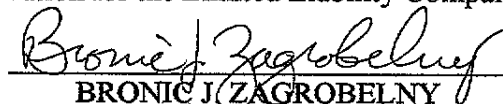
Having been named as Registered Agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all 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..


Registered Agent's Signature

ARTICLE IV – 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 USA Netcams, 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.


BRONIC J. ZAGROBELNY

(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.)