

**L02000009779**

FILED  
200 APR 19 PM 2:54  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

April 18, 2002

Sunshine Holdings, LLC  
279 Shady Oaks Circle  
Lake Mary, Florida 32746  
407-869-4442

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

800005313698--4  
-04/22/02--01078--012  
\*\*\*\*125.00 \*\*\*\*125.00

Please find attached the Articles of Organization for Sunshine Holdings, LLC, along with a check for \$125.00 to cover the Filing Fee and Designation of Registered Agent.

Please process as soon as possible. If you have any questions, please do not hesitate to contact our representative Kyle Kelley at 407-869-4442. Thank you,

Gilbert L. Wallace,

Operating Member

J. BRYAN APR 24 2002

**Articles Of Organization  
Of  
Sunshine Holdings, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

FILED  
2002 APR 19 PM 2:54  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**Article 1 - Name**

The name of the limited liability Company shall be **Sunshine Holdings, LLC**. ("Company").

**Article 2 - Address**

The principal place of business of the Company in Florida shall be 279 Shady Oaks Circle, Lake Mary, Florida 32746 and the mailing address shall be the same.

**Article 3 - Effective Date**

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

**Article 4 - Duration**

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

**Article 5 - Purposes and Powers**

The general purpose for which the Company is organized is to provide Travel Vacation Packages and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**Article 6 - Registered office and Registered Agent**

The initial address of registered office of this Company is 279 Shady Oaks Circle, Lake Mary, Florida 32746. The name and address of the registered agent of this company is Kyle Kelley, 279 Shady Oaks Circle, Lake Mary, Florida 32746.

**Article 7 - Management**

The Managers of the Company shall be:

Operating Manager:	Gilbert L. Wallace
Vice Operating Manager:	Agustino Mireles
Secretary:	Agustino Mireles
Treasurer:	Gilbert L. Wallace

Whose addresses shall be the same as the mailing address of the Company.

### **Article 8 - Admission of New Members**

No additional member (s) shall be admitted to the Company except with the unanimous written consent of all the member (s) of the Company and upon such terms and conditions as shall be determined by all the member (s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member (s) of the Company other than the member proposing to dispose of his or her interest approve of the proposing transfer by unanimous written consent.

### **Article 9 - Termination of Existence**


The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

### **Article 10 - Members**

The Managers of the Company shall be elected by the member (s) in accordance with regulations adopted by the member (s) for the management of the business and affairs of the Company. 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. The name and address of the members of the Company are:

1. World Communications Services, Inc.  
602 Red Sail Lane  
Altamonte Springs, Florida 32701
2. Sonic Profits, LLC  
279 Shady Oaks Circle  
Lake Mary, Florida 32746

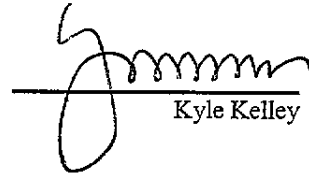
**In Witness Whereof, the undersigned**, an authorized representative of the members, has made and subscribed these Articles of Organization at Altamonte Springs, Florida, for the foregoing uses and purposes, this April 18, 2002.

  
\_\_\_\_\_  
Gilbert L. Wallace, Operating Manager

FILED  
2002 APR 19 PM 2:54  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**Acceptance of Registered Agent Designated**  
**In Articles of Organization**  
**Of Sunshine Holdings, LLC**

Kyle Kelley, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

  
\_\_\_\_\_  
Kyle Kelley

FILED  
2002 APR 19 PM 2:54  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA