

LO2000016039

WILLIAM G. MATEER
RONALD A. HARBERT
STEVEN R. BECHTEL
LAWRENCE J. PHALIN
JAMES B. BOGNER
W. SCOTT GABRIELSON
DAVID L. EVANS
LARRY J. TOWNSEND
MARY A. EDENFIELD
JAMES R. LUSSIER
DAVID C. WILLIS
KURT E. THALWITZER
RICHARD L. ALLEN, JR.
THOMAS R. HARBERT
MICHAEL A. PAASCH
DONALD R. HENDERSON
BRADLEY P. BLYSTONE
MILDRED BEAM-RUCKER

ORLANDO, FLORIDA 32802-2854

TELEPHONE (407) 425-9044

FACSIMILE (407) 423-2016

E-MAIL ADDRESS

kthalwitzer@mateerharbert.com

DIRECT LINE

(407) 418-1313 Ext. 126

June 21, 2002

KAREN W. VON KELMAN
L. M. MANDALE
THEODORE SCHATT

OF COUNSEL
LANDIS & KANE, P.A.
DAVID M. LANDIS
JON E. KANE

MJH

Via Federal Express

Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

id/25
FLUC

900005968839--1
-06/25/02--01028--016
***125.00 ***125.00

100005968839--8
-06/21/02--01090--016
***125.00 ***125.00

Re: Filing of Articles of Organization for Calex Digital Communications, LLC

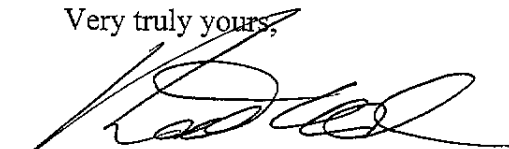
Dear Sir or Madam:

Enclosed please find the Articles of Organization for Calex Digital Communications, LLC.

Also enclosed is our firm check in the amount of \$125.00 which is for the filing fee. Please return a certified copy of the documents filed in the enclosed envelope.

Please call me should you have any questions.

Very truly yours,



Kurt E. Thalwitzer

Signed in his absence to avoid delay

KET:km

Enclosures

FILED
02 JUN 25 AM 8:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
OF
CALEX DIGITAL COMMUNICATIONS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Calex Digital Communications, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company in Florida shall be 9114 Windjammer Lane, Orlando, Florida 32819.

ARTICLE III - DURATION

The period of duration of the Company shall be perpetual commencing on the date these Articles of Organization are filed by the Florida Department of State unless the Company is earlier dissolved as provided in these Articles of Organization or the Operating Agreement of the Company.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is 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 V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Kurt E. Thalwitzer, 225 East Robinson St., Suite 600, Orlando, Florida 32801.

FILED
02 JUN 25 AM 8:34
TALLAHASSEE
FLORIDA
SECRETARY OF STATE

ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be set forth in the Operating Agreement of the Company.

ARTICLE VII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the occurrence of events as provided in the Operating Agreement or upon the occurrence of any other event that terminates the continued membership of a member in the Company as provided in Section 608.441, Florida Statutes, unless the business of the Company is continued by the consent of all the remaining members.

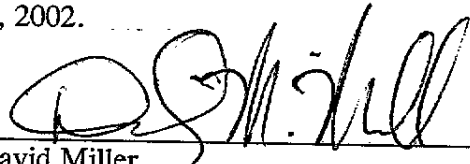
ARTICLE VIII - MANAGEMENT

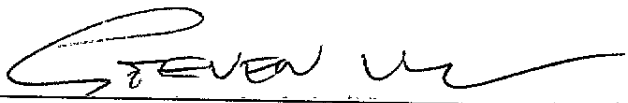
The Company shall be managed by two managing members in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial managing members of the Company are: David Miller, President, 9114 Windjammer Lane, Orlando, Florida 32819 and Steven Vu, Vice President, 2336 Lielasus Drive, Orlando, Florida 32835.

ARTICLE IX - RETURN OF CAPITAL

No member may demand return of capital contributions except as may be provided in the Operating Agreement of the Company.

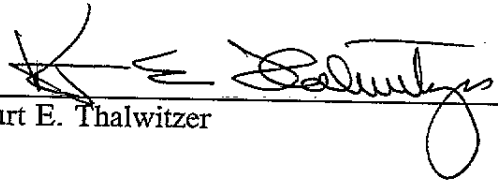
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization this 21st day of June, 2002.


David Miller


Steven Vu

Acceptance of Registered Agent

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, F.S.


Kurt E. Thalwitzer