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-09/27/02--01074--006
*****465.00 *****155.00

September 25, 2002

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100008083511--8
-09/27/02--01074--006
*****465.00 *****155.00

**Re: Limited Liability Company New Filing
VOX² HEALTHCARE, L.C.
VOX² VOICE, L.C.
VOX SQUARED HOLDING, L.C.**

BK

Dear Sir or Madam:

Please find enclosed the following documentation in accord with the above three referenced new Limited Liability Company filing:

1. Articles of Organization for:
 - a. VOX² HEALTHCARE, L.C.
 - b. VOX² VOICE, L.C.
 - c. VOX SQUARED HOLDING, L.C.
2. Certificate of Registered Office and Registered Agent for all three entities;
3. Attorney Check No. 2185 made payable to the Department of State in the amount of for the filing fee of \$465.00. (\$375.00 filing fee plus \$90.00 for three certified copies);
4. Articles of Dissolution for:
 - a. VOX² HEALTHCARE CORP.
 - b. VOX² VOICE CORP.
 - c. VOX VOX CORP.
5. Attorney Check no. 2186 made payable to the Department of State in the amount of \$105.00 for the filing fee for dissolution of the three entities.
6. Self addressed, Stamped return envelope for return of the certified copy.

FILED
02 SEP 27 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*Department of State
Division of Corporations
September 25, 2002
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Please note that it is our desire to use the same entity name for the limited liability companies that was used for the three corporate entities, of which are being dissolved. The parties of the corporations are the same as those of the limited liability companies and therefore, it shouldn't be a problem.

Thank you for your immediate attention and if you have any questions please feel free to contact me toll free at 800-805-8305.

Very truly yours,



Jonathan Bloom

JB/md
Enc.
cc: Lori Zeller

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TAMPA
FLORIDA
DEPARTMENT OF STATE

**ARTICLES OF ORGANIZATION OF
VOX² VOICE, L.C.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the limited liability company is VOX² VOICE, L.C.

ARTICLE II

The period of the limited liability company's duration shall be thirty (30) years from the date of the filing of these Articles of Organization with the Department of State.

ARTICLE III

The purpose for which this limited liability company is organized is to engage in any activity or business permitted under the laws of the United States of Florida.


ARTICLE IV

^{mailing}
The address of this limited liability company in the state of Florida is 5255 North Federal Highway, Boca Raton, Florida 33487.

The address of the principal office of this limited liability company in the state of Florida is 5255 North Federal Highway, Boca Raton, Florida 33487.

The name and address of the initial registered agent is Jonathan Bloom, Esq. of Bloom, Ballen & Freeling, Attorneys At Law at 299 Camino Gardens Boulevard, Suite 207, Boca Raton, Florida 33432.

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.


Registered Agent's Signature

ARTICLE V

The percentage of ownership is as follows:

<u>Member</u>	<u>Pro-Rata Share</u>
Vox Squared Holding, L.C.	100.00%

ARTICLE VI

There may be additional contributions to be made by the members.

ARTICLE VII

The members shall maintain the right to admit additional members.

ARTICLE VIII

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event, which terminates the continued membership of a member in the limited liability company, the remaining members may continue the business of the limited liability company provided that the unanimous consent of the remaining members is secured.

ARTICLE IX

The management of the limited liability company is reserved to the initial members. The names and addresses of the members are:

Name

Vox Squared Holding, L.C.

Address

5255 North Federal Highway, Boca Raton, Florida 33487

ARTICLE X

Notwithstanding any other provision of these Articles or the Operating Agreement and for federal income tax purposes, a member's share of income, gain, loss, deduction, or credit shall be determined in accordance with the Company property/liabilities guaranteed or funded by one or more Members therefore allowing for the allocation to the Member or Members that bear the economic risk of loss of such property/debt.



Jonathan Bloom, Esq.

Bloom, Ballen & Freeling

Attorneys At Law

Attorney for and Authorized Agent

of the Members of Nob Hill Industrial Park, L.C.

299 Camino Gardens Blvd., Suite 207

Boca Raton, FL 33432

(561) 864-0000

Fla. Bar No. 75231

9/25/02
Date

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: VOX² VOICE, L.C.
2. The name and address of the registered agent and office is:


Jonathan Bloom, Esq.
Bloom, Ballen & Freeling, Attorneys At Law
(Name)

299 Camino Gardens Boulevard, Suite 207
(P.O. Box not acceptable)

Boca Raton, Florida 33432
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(Signature)

9/25/02
(Date)