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JERRY B. KATZEN ELIZABETH S. KATZEN BARBARA H. KATZEN TEL.: 305-596-2000 FAX: 305-274-2748

October 15, 2002

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

50090784297635m19 ****125.00 ****125.00

Re: Articles of Organization for Ubiquity Enterprises II, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Organization for Ubiquity Enterprises II, LLC together with our check made payable to Florida Department of State in the amount of \$125.00 for filing fee and designation registered agent.

If you have any questions, please do not hesitate to call me.

Very truly yours,

JERRY B. KATZÉN, ESQUIRE

JBK:emf w/enclosures FILED

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TALLAHASSEE ESTAFE

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

UBIOUITY ENTERPRISES II, L.L.C.

ARTICLE II - Address:

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

207 N.W. 75th Terrace Plantation, Florida 33317

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Jerry B. Katzen, Esquire 7700 North Kendall Drive, Suite #610 Miami, Florida 33156

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 IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one or more managers and in therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

JOSEPH V. CAVALLO

Typed or printed name of signee