

L02 000034613

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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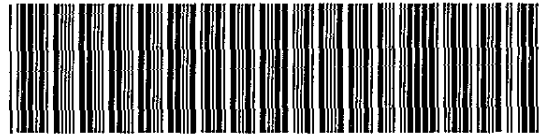
(Business Entity Name)

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L02-34613

CR



ACCOUNT NO. : 072100000032

REFERENCE : 869612 7266798

AUTHORIZATION : *Patricia Pizote*

COST LIMIT : \$ 155.00

ORDER DATE : December 23, 2002

ORDER TIME : 2:54 PM

ORDER NO. : 869612-005

CUSTOMER NO: 7266798

CUSTOMER: Suzanne Walker, Legal Asst
Phelps Dunbar, LLP
Suite 1900
100 South Ashley Drive
Tampa, FL 33602

DOMESTIC FILING

NAME: PREFERRED INCENTIVES
EXCHANGE, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney - EXT. 1116

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
PREFERRED INCENTIVES EXCHANGE, LLC**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I - Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "Preferred Incentives Exchange, LLC."

ARTICLE II - Address:

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

36181 East Lake Road, # 124
Palm Harbor , FL. 34685

ARTICLE III - Registered Agent:

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

Christopher M. Bohne, Esquire
Phelps Dunbar LLP
100 South Ashley Drive, Suite 1900
Tampa, Florida 33602

ARTICLE IV - Management:

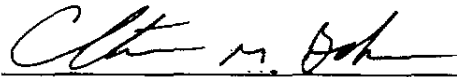
The Company is to be managed by the members.

ARTICLE V - Limitation on Agency Authority of Members:

Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

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TALLAHASSEE, FLORIDA

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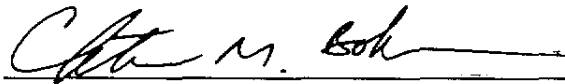


Christopher M. Bohne
Authorized Representative of a Member

(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).

REGISTERED AGENT'S SIGNATURE

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.



CHRISTOPHER M. BOHNE, Registered Agent

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