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EP



Ph: (816) 966-1359
Fax: (816) 966-1686

January 8, 2003

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

RE: ONLINE RESERVATIONS, LLC, a Florida limited liability company

Dear Sir/Madam:

We wish to form a Florida limited liability company and submit the following for your review:

1. Articles of Organization, in duplicate;
2. Our check in the amount of \$155 for the filing fees; and
3. A written consent signed by the Manager and Owner of Passport Holidays, LLC allowing the use of the name "ONLINE RESERVATIONS, LLC" which Passport Holidays had previously reserved.

To verify this filing, please forward a certified copy of the Articles to us in the self-addressed, stamped envelope provided for your convenience.

If you have any questions or concerns regarding this filing, please call me at 816-966-1359. Thank you for your assistance.

Very truly yours,

P & M CONSULTING, INC.

A handwritten signature in cursive script that reads 'Joanne Jacobs'.

Joanne W. Jacobs, Paralegal

jwj
Enclosures
cc: Robert Cline

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PASSPORT HOLIDAYS, LLC

301 Duck Road
Grandivew, MO 64030
816-966-1359

January 8, 2003

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

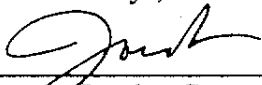
RE: Reserved Name: ONLINE RESERVATIONS

Dear Sir/Madam:


Passport Holidays, LLC reserved the name "ONLINE RESERVATIONS" effective October 8, 2002. It is the wish of the owners of Passport Holidays, LLC to form a new limited liability company in Florida using the name "ONLINE RESERVATIONS". We hereby grant our consent to the use of the name "ONLINE RESERVATIONS".

ASSENTED TO this 8th day of January 2003:

Passport Holidays, LLC

By: 
Norman Jacobs, General Manager

Passport Holidays, LLC by its sole member
Beachpoint Holdings, LLC

By: 
Norman Jacobs, Managing Member

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

ONLINE RESERVATIONS, LLC

ARTICLE II - Address:

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

301 Duck Road
Grandview, MO 64030

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

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

CT Corporation System

Name

1200 S. Pine Island Road

Florida street address (P.O. Box **NOT** acceptable)

Plantation, FL 33324-4413


City, State, and Zip

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.

See Attached

Registered Agent's Signature

(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.)

Robert J. Rayburn, III

Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)


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ACCEPTANCE OF REGISTERED AGENT

CT CORPORATION SYSTEM acknowledges and accepts the appointment of

Registered Agent for and on behalf of Online Reservation, LLC

Dated: 1/8/03

CT CORPORATION SYSTEM

John J Linnihan, Asst. Vice President

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