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John R. Tatum (1926-1995)

January 24, 2003

Via Federal Express

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++ BOARD CERTIFIED MARITAL AND FAMILY LAWYER
** REGISTERED PATENT ATTORNEY

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS 409 E. GAINES STREET TALLAHASSEE, FL 32399

Re: INTELLICLOZ, LLC

Dear Sir or Madam:

Please find enclosed an original and a duplicate original of the Articles of Organization for the above-referenced limited liability company. Also enclosed is a check in the amount of \$125.00, in payment of the filing fee. Please file the original Articles and mail a certified copy of same to me in the envelope provided.

Thank you for your assistance with this matter.

Yery truly yours

DAVIDE HANIEV

DFH:dh Enclosures

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ARTICLES OF ORGANIZATION OF INTELLICLOZ, LLC

The undersigned, being authorized and intending to form a limited liability company under the Florida Limited Liability Company Act, declares that the following Articles of Organization shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I NAME

This name of the limited liability company shall be INTELLICLOZ, LLC

ARTICLE II ADDRESS

The street address and mailing address of the principal office of this limited liability company shall be:

10081 Pines Boulevard Suite C Pembroke Pines, Florida 33024

ARTICLE III DURATION

The duration of this limited liability company shall be perpetual, unless dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

ARTICLE IV INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name of this limited liability company's initial registered agent is Thomas R. Tatum, Esq., and the address of the initial registered office is 200 East Las Olas Boulevard, 19th Floor, Fort Lauderdale, Florida 33301.

ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred without first obtaining the unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in this limited liability company, the remaining members shall have the right to continue the business if they unanimously consent to such continuation.

ARTICLE VI PURPOSES AND POWERS

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

ARTICLE VII MANAGEMENT

The limited liability company is to be managed by its members. The initial members of this Company shall be First American Title Insurance Company, a California corporation, and Arnold (Skip) Straus.

The undersigned, being an authorized representative of an initial member of this limited liability company, hereby certifies that this instrument constitutes the Articles of Organization of INTELLICLOZ, LLC.

Executed on this 24th day of January, 2003.

THOMAS R. TATUM

The foregoing instrument was acknowledged before me this 24th day of January, 2003, by Thomas R. Tatum, as authorized representative of an initial member of INTELLICLOZ, LLC, who is personally known to me or who produced his Florida driver's license as identification, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.



[Notary Stamp]

Notary Public - State of Florida

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

STATE OF FLORIDA

: ss

COUNTY OF BROWARD

Pursuant to the provisions of Florida Statutes Sections 608.415 and 608.407(1)(d). INTELLICLOZ, LLC, submits the following statement in designating its registered agent in the State of Florida:

The name of the limited liability company is INTELLICLOZ, LLC.

The name of the registered agent for INTELLICLOZ, LLC is Thomas R. Tatum, Esq., and the street address of the office where the agent is located is 200 East Las Olas Boulevard, 19th Floor, Fort Lauderdale, Florida 33301.

This statement is to acknowledge that, as indicated above, INTELLICLOZ, LLC has appointed me, Thomas R. Tatum, Esq., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 24th day of January 2003.

Thomas R. Tatum, Esq.

Registered Agent

The foregoing instrument was acknowledged before me this 24th day of January, 2003, by Thomas R. Tatum, Esq., who is personally known to me, and who did not take an oath, and who acknowledged before me that she executed the same as her free and voluntary act for the uses and purposes therein set forth.

DEBBIE HIMELBLAU
MY COMMISSION # CC 907411
EXPIRES: February 2, 2004
Bonded Thru Notary Public Underwriters

Notary Public - State of Florida

[Notary Stamp]