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Florida Department of State

Division of Corporations

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

intelligent it networks, l.c.

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Page Count	06
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 2, 2003

EMPIRE

SUBJECT: INTELLIGENT IT NETWORKS, L.C.
REF: W03000028380

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

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ARTICLES OF ORGANIZATION

OF

INTELLIGENT IT NETWORKS, L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this ~~Company~~ is Intelligent IT Networks, L.C. and its principal office shall be located at 1580 NW 93rd Avenue, Pembroke Pines Florida 33024.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under Florida Statutes.
2. In general, to carry on any and all incidental business. To have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase, or otherwise acquire, undertake, carry on, improve or develop, all or any of the business, good will, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles: and to hold, utilize, and in any manner dispose of the rights and property so acquired.

Prepared by:
Kenneth Goldsmith
1656 Polk Street, #9
Phone: 305.776.4555
Florida Bar Number: 0755788

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4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

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**ARTICLE IV
MANAGEMENT**

Management of this limited liability company is reserved to its members, whose names and addresses are as follows: Pedro Ruz, 1580 NW 93rd Avenue, Pembroke Pines Florida 33024 and Mario Costa, 10292 SW 9th Lane, Pembroke Pines Florida 33025.

**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 except with unanimous written consent of all or as the 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 the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

**ARTICLE VI
CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$15,000 cash shall be paid to the limited liability company. This cash contribution will be made from member Mario Costa. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

**ARTICLE VII
PROFITS AND LOSSES**

Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to distribution of profits in proportion to their ownership interest in the limited liability company. Ownership interest for each member is Pedro Ruz, fifty-five percent (55%) and Mario Costa, forty-five percent (45%).

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ARTICLE
VII
FIFTH

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Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business.

ARTICLE VIII

DURATION

This limited liability company shall exist until as the case may be or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.


ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1656 Polk Street Apt. # 9, City of Hollywood, County of Broward, State of Florida, and the name of the company's initial registered agent at that address is Kenneth Goldsmith JD MPA.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Intelligent IT Networks, L.C.

Executed by the undersigned at 3550 Biscayne Boulevard Suite 601 Miami Florida 33137 on September 30, 2003.


Pedro Ruiz, Member


Mario Costa, Member

STATE OF FLORIDA)
COUNTY OF Broward)

The foregoing instrument was acknowledged before me this 30 day of September, 2003, by Pedro Ruiz and Mario Costa, who personally appeared before me at the time of notarization and are personally known to me and who did take an oath.



Kenneth Goldsmith
Commission # CG 9008218
Expires Feb. 21, 2004
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public State of Florida

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**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF
BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Intelligent IT Networks, L.C.

The name of the registered agent for Intelligent IT Networks, L.C. is Kenneth Goldsmith and the street address of the company's principal office where the agent is located is 1656 Polk Street, #9, Hollywood, Florida 33020.

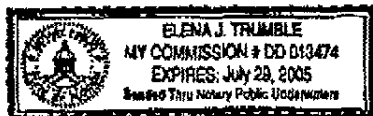
This statement is to acknowledge that, as indicated above, Intelligent IT Technologies has appointed me, Kenneth Goldsmith, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

10-1-03
Date

Kenneth Goldsmith
Signature

STATE OF FLORIDA)
COUNTY OF Broward)

The foregoing instrument was acknowledged before me this 1 day of October 2003, who personally appeared before me at the time of notarization and is personally known to me and who did take an oath.



Elena J. Trumble
Notary Public, State of Florida

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