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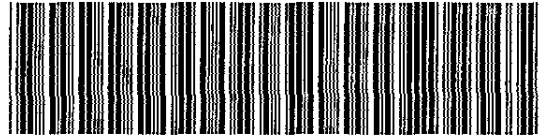
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CAPITAL CONNECTION, INC.

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LO3 Partners, LLC

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

Time

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ARTICLES OF ORGANIZATION

OF

W3 PARTNERS, L.L.C.

The undersigned, for the purpose of the combination of a limited liability company under Florida Statute §608, hereby makes, acknowledges, and files the following Articles of Organization, and specifically states the following:

ARTICLE I - NAME

The name of the limited liability company shall be W3 PARTNERS, L.L.C. ("Company"). The principal place of business and mailing address of the Company in Florida shall be 6220 Taylor Road, Naples, Florida 34109.

ARTICLE II - DURATION

The Company's existence shall be perpetual.

ARTICLE III - PURPOSES AND POWERS

The general purpose for which the Company is organized to engage in any lawful business permitted in the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida shall be: William Williams, 6220 Taylor Road, Naples, Florida 34109.

ARTICLE V - MEMBERS

There henceforth shall be three (3) members, to wit:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
William Williams	6220 Taylor Road Naples, Florida 34109	98%
Merle Bright	6220 Taylor Road Naples, Florida 34109	1%
Lance Smithers	6220 Taylor Road Naples, Florida 34109	1%

ARTICLE V - ADMISSION OF NEW MEMBERS

No additional members may be admitted to the Company except with the consent of a majority of the members of the Company and upon such terms and conditions as shall be determined by all members. A member may transfer his or its interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless a majority of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI - TERMINATION OF EXISTENCE

The Company may be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of the remaining member.

ARTICLE VII - MANAGEMENT

The Company shall be managed by William Williams in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with laws or these Articles of Organization. The name and address of the managing member is:

NAME

ADDRESS

William Williams

6220 Taylor Road
Naples, Florida 34109

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at Naples, Florida, for the foregoing uses and purposes this x day of December, 2003.

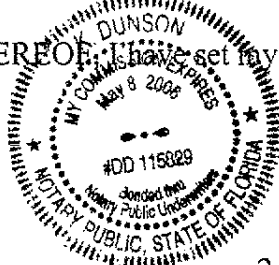
x William Williams
William Williams

STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared William Williams, who is the organizer of the above limited liability company and who is well known to me, and who subscribed the above Articles of Organization, and who freely and voluntarily acknowledged before me according to law that he made the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 15 day of December, 2003.

Commission expires:



William Williams
Notary Public/Print Name:

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute §608.415 or §608.507, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the Limited Liability Company is W3 PARTNERS, L.L.C.
2. The name and address of the Registered Agent and Office shall be: William Williams, 6220 Taylor Road, Naples, Florida 34109.

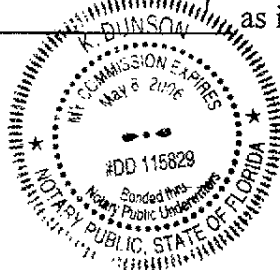
Having been named as Registered Agent and to accept service of process for the above-named Limited Liability Company at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

Dated this X day of December, 2003.

X [Signature]
William Williams, Registered Agent

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 15 day of December, 2003, by William Williams, X who is personally known to me or () who provided _____ as identification.



[Signature]
Notary Public
Kellie Dunson
Printed Name
My Commission Expires: