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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : TODD W. KLISTON, ESQ.
Account Number : 075221000013
Phone : (954) 473-4900
Fax Number : (954) 473-4907

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY
GREATSPACEPLACE.COM, LLC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

Name Availability	
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002/004

FAX AUDIT # _____

March 18, 2004

Todd W. Kliston, Esquire
8211 West Broward Boulevard
Suite 375
Plantation, FL 33324

Re: GreatSpacePlace.com, LLC

Dear Todd:

This is to request that you form a Limited Liability Company by executing and filing on our behalf with the Florida Department of State Articles of Organization of GreatSpacePlace.com, LLC in the form and containing the information which you determine to be appropriate and necessary. You may rely on this authority in filing those Articles of Organization.

Thank you for your attention to this matter.

Very truly yours,


James Savko

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TALLAHASSEE, FLORIDA
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FAX AUDIT # _____

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**ARTICLES OF ORGANIZATION OF
GREATSPACEPLACE.COM, LLC**

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

ARTICLE I - NAME

The name of the Limited Liability Company is GREATSPACEPLACE.COM, LLC.

ARTICLE II - ADDRESS

The mailing address of the principal office of the Limited Liability Company is P.O. Box 6781 Orlando, FL 32853. The street address is 1708 Morningside Drive Orlando, FL 32808.

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - REGISTERED AGENT

The name and street address of the initial registered agent for service of process is:

Todd W. Kliston
8211 W. Broward Blvd.
Suite 375
Plantation, FL 33324

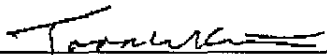
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ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the member to admit additional members and the terms and conditions of the admission shall be by consent of the existing member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 18 day of March, 2004. In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Todd W. Kliston

Authorized representative of a member executing the Article of Organization.

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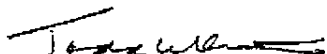
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 and 608.407, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. The name of the Limited Liability Company is GreatSpacePlace.com, LLC.
2. The name and the Florida street address registered agent and registered office are:

Todd W. Kliston
 8211 West Broward Boulevard
 Suite 375
 Plantation, FL 33324

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.



 Todd W. Kliston

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 TALLAHASSEE, FLORIDA

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