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Division of Corporations

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY
NETWEBMAX, LLC

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**ARTICLES OF ORGANIZATION
OF
NETWEBMAX, LLC**

Under the Florida Limited Liability Company Act

ARTICLE I

The name of this limited liability company ("Company") is NETWEBMAX, LLC

**ARTICLE II
DURATION**

The period of duration for the Company is perpetual, and the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, shall not dissolve the Company if a majority in interest of the remaining members consent in writing to the continuation of the business of the Company.

**ARTICLE III
MAILING AND STREET ADDRESS**

The mailing and street address of the principal office of the Company is 11921 South Dixie Highway, Suite 205, Miami, Florida 33156.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The name and street address of the Company's initial registered agent in Florida is Charles Azoulay located at 11921 South Dixie Highway, Suite 205, Miami, Florida 33156.

Prepared by:
Sandra Lambert, P.A.
370 W. Camino Gardens Boulevard #114
Boca Raton, Florida 33432
Telephone (561) 368-0268
FBN 061750

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ARTICLE V
MANAGEMENT

The Company shall be managed by managers and the name and address of the managers are:

Jacques Rebibo	8325 SW 72 nd Avenue
	Apt. 106-C
	Miami, Florida 33143

ARTICLE VI
ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members upon the written consent of a majority in interest of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time new members are admitted.

ARTICLE VII
TRANSFERABILITY OF MEMBERSHIP INTERESTS

No member shall have the right to assign their membership interests in the Company without the written agreement of all the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this 21st day of December, 2004.

Member

✓ By: 
Jacques Rebibo, Manager

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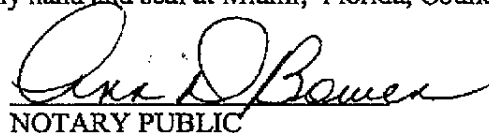
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STATE OF FLORIDA
COUNTY OF DADE

ON THIS DAY, personally appeared before me, the undersigned authority, duly authorized to administer oaths, to me known to be the person(s) described in and who executed the above and foregoing proposed charter, and he acknowledged that he executed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Florida, County of Dade, this 21st day of December, 2004.


NOTARY PUBLIC

My Commission Expires:

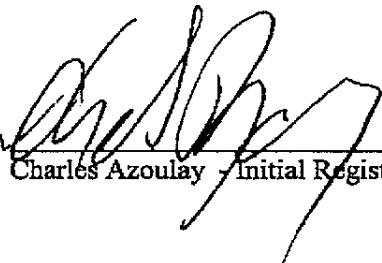


Ann D. Bowen
MY COMMISSION # DD065491 EXPIRES
December 14, 2005
BONDED THRU TROY TAYLOR INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for NETWEBMAX, LLC, at the place designated in the foregoing Articles of Organization, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Limited Liability Company Act 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: December 21, 2004


Charles Azoulay - Initial Registered Agent

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