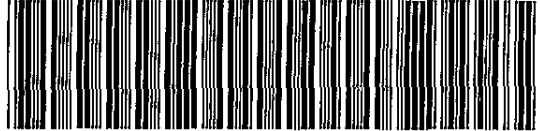


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11/03/05--01001--006 **125.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

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DIVISION OF CORPORATION

EFFECTIVE DATE
11/15

FILED

04 DEC 30 PM 4: 54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14 --

CONTACT: KATIE WONSCH

DATE: 12/30/04

REF. #: 0958.33389

CORP. NAME: GLOBAL FIRST COMMUNICATIONS, LLC

* Please note effective date of 1/4/05 *

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEC 30 PM 4:54

EFFECTIVE DATE
1/1/05

- ARTICLES OF INCORPORATION ARTICLES OF AMENDMENT ARTICLES OF DISSOLUTION
- ANNUAL REPORT TRADEMARK/SERVICE MARK FICTITIOUS NAME
- FOREIGN QUALIFICATION LIMITED PARTNERSHIP LIMITED LIABILITY
- REINSTATEMENT MERGER WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- OTHER:

STATE FEES PREPAID WITH CHECK# 50885 FOR \$ 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- CERTIFIED COPY CERTIFICATE OF GOOD STANDING PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
GLOBAL FIRST COMMUNICATIONS, LLC
a Florida Limited Liability Company

EFFECTIVE DATE

1/1/05

04 DEC 30 PM 4: 54
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this Limited Liability Company is

GLOBAL FIRST COMMUNICATIONS, LLC, (the "Company").

ARTICLE II
PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III
ADDRESS

The mailing and street address of the Company's principal place of business is 14001 - 63rd Way North, Clearwater, Florida 33760

ARTICLE IV
DURATION & EFFECTIVE DATE

The effective date of this corporation is January 1, 2005. The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company on 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, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

**ARTICLE V
MANAGEMENT**

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Operating Agreement of the Company.

**ARTICLE VI
MEMBERS**

The names and addresses of the initial members are as follows:

James L. Nicholson
14001 - 63rd Way North, Clearwater, Florida 33760

Scott Roix
14001 - 63rd Way North, Clearwater, Florida 33760

George Lutich
14001 - 63rd Way North, Clearwater, Florida 33760

Erik Olsen
14001 - 63rd Way North, Clearwater, Florida 33760

**ARTICLE VII
MEMBER VOTING**

A. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Operation Agreement adopted by the Company.

**ARTICLE VIII
ADOPTION OF OPERATING AGREEMENT**

The members shall adopt an Operating Agreement for the Company, which Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

**ARTICLE IX
AMENDMENT OF ARTICLES OF ORGANIZATION**


These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Operation Agreement permitting said amendment, at any annual or special meeting.

**ARTICLE X
INITIAL ADDRESS OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT**

The street address of the initial registered office of this limited liability company in the State of Florida is 103 N. Meridian Street, Tallahassee, Florida³²³⁰¹. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as CorpDirect Agents, Inc. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 29 day of December, 2004.



RONALD C. WHITE

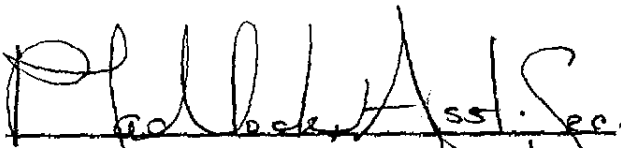
**ACCEPTANCE OF REGISTERED AGENT
OF GLOBAL FIRST COMMUNICATION SERVICES, LLC**

Pursuant to Florida Statute 48.091 and Article X of the Articles of Organization of Global First Communication Services, LLC, CorpDirect Agents, Inc. the undersigned designated Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

**103 N. Meridian Street
Tallahassee, FL 32301**

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

Signed this 30th day of December, 2004.


Tadlock, Asst. Sec.
By: Patricia Tadlock