

SEP-13-2005 TUE 05:09 PM Berger, Singerman

FAX NO 305712734

• Division of Corporations

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Florida Department of State
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LIMITED LIABILITY COMPANY
TCE COMMUNICATIONS, LLC

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**ARTICLES OF ORGANIZATION
of
TCE COMMUNICATIONS, LLC**

The undersigned member hereby forms a limited liability company under the laws of the State of Florida.

**ARTICLE I.
COMPANY NAME**

The name of the limited liability company is:

TCE COMMUNICATIONS, LLC

**ARTICLE II.
COMMENCEMENT AND TERM OF EXISTENCE**

This limited liability company shall have a perpetual existence.

**ARTICLE III.
MAILING ADDRESS OF COMPANY**

The mailing address of this limited liability company is:

625 NW 16th Avenue
Miami, Florida 33125

**ARTICLE IV.
STREET ADDRESS OF COMPANY**

The street address of the principal office of the Company is:

625 NW 16th Avenue
Miami, Florida 33125

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ARTICLE V.
REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

BSPA Corporate Services, Inc.
350 East Las Olas Boulevard
Suite 1000
Fort Lauderdale, FL 33301

ARTICLE VI.
MEMBERS

The members shall be entitled to admit additional members in accordance with the Operating Agreement. Any new member shall become a member upon payment of their contribution to the capital of the Company, and upon such member's agreement to comply with Article of Organization and Operating Agreement of the Company then in existence.

ARTICLE VII.
DISSOLUTION OF COMPANY

Notwithstanding the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall not dissolve except as otherwise provided in the Operating Agreement.

ARTICLE VIII.
MANAGERS

The Company shall be managed by managers. The name and address of the initial manager is set forth in the Company's Operating Agreement. The initial manager shall serve as the manager until the first annual meeting of members or until his successor is elected and qualified.

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ARTICLE IX.
RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization as of the 1 day of January, 2004.

INITIAL MEMBER:


Jonathan R. Borden, initial member

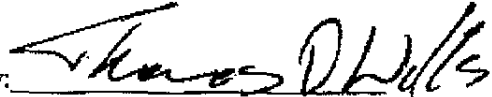
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ACCEPTANCE AS REGISTERED AGENT:

The undersigned hereby accepts the appointment as registered agent of TCE Communications, LLC, a Florida limited liability company (the "Company") and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and represents that it is familiar with and accepts the obligations of the position as registered agent as provided in Chapter 608, Florida Statutes.

REGISTERED AGENT
BSPA Corporate Services, Inc.

By: 
Thomas O. Wells, Esq., Vice President

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